RESIDENT EVIL

ORIGINAL SCREENPLAY

BY

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BASED ON THE GAME BY CAPCOM

SCREEN STORY

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&

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ROMERO-GRUNWALD PRODUCTIONS

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RESIDENT EVIL

PRESENTATION CREDITS appear...then FADE.

Out of BLACK...SHOCK CUT TO:

INT LAB "A" LEVEL TIMELESS

A MAN'S FACE, filling the screen.

MARCUS (filter)
Stay away from here!

We're watching A VIDEO MONITOR. A pre-recorded tape shows a view of what is obviously a pristine RESEARCH LABORATORY. DR. JOHN MARCUS, in a lab coat, faces THE CAMERA, disheveled and looking like a madman.

MARCUS (cont. filter)
This lab must remain *sealed!*

INT CONFERENCE ROOM TIMELESS

Overhead lamps cast pools of LIGHT down onto A CONFERENCE TABLE, onto THE HANDS of PEOPLE assembled to observe the video. We see NO FACES. But expensive WATCHES, sleeves with high-ranking STRIPES, indicate wealth, power, and a military presence.

THE VIDEO: On the wall behind MARCUS, we see SHADOWS darting frantically. We hear VOICES rising in panic.

MARCUS (cont. Filter)
For God's sake, *don't come in!*

The CAMERA is SWATTED by A HAND that lurches suddenly into the foreground. We only see it for a few video frames, but we might subliminally notice LESIONS on the flesh. The IMAGE SWIRLS wildly. The next clear picture we see...is of the same laboratory...topsy-turvy. THE CAMERA is lying on its side on the floor.

VOICE IN THE ROOM (o.s.)
Look. Here.

A LASER POINTER casts a RED DOT on a corner of the video screen, indicating A HUNCHED FIGURE, leaning over A HUMAN BODY, apparently...*feeding!* With a GRUNT, the figure turns and LUNGES, it's face covered with BLOOD, at the CAMERA. The image SWIRLS again, and the SCREEN GOES BLACK. With a MUSIC STING, a single TITLE appears, full across the blackness...

RESIDENT EVIL

EXT FOREST LAND PRE-DAWN

A DARK SKY...and in the foreground, profiled against a FULL MOON, A DARK FACE...watching the heavens with piercing black eyes, alert, though not predatory. This is CHRIS REDFIELD, young, handsome. More than simply an outdoor type, he seems perfectly in place, almost part of the environment.

A band of purple tints the horizon, outlining the tops of magnificent uncorrupted hills that extend for miles. Sitting on a ridge, squinting into that band of light, Chris sees...

...AN EAGLE coasting on a channel of wind that cuts through the hilltops. As the bird moves swiftly closer, it becomes recognizable. Chris smiles and jots a note on a pad.

The regal bird lands on a high rock where...unexpectedly... a freshwater trout lies flapping, three-thousand feet above the highest water.

CHRIS
Take it, Goliath. It's yours.

"Goliath" snaps up the fish and flies away with it.

CHRIS (cont.)
See ya next year, guy.

Chris reaches into a water-filled bucket, pulls out another trout, climbs efficiently, unerringly, across a precarious cliffside, and deposits the fresh fish on the same high rock. ANOTHER EAGLE, smaller, a female, appears in the sky.

CHRIS (cont.)
Cleopatra.

Chris scrambles back to his place and jots another note.

"Cleopatra" spots the fish, pumps her wings, and swoops down. She's about to snap up the prize, but at the last minute, she recoils and climbs again, hovering.

CHRIS (cont.)
Come on. Come on down.

The eagle circles, its sharp eyes scanning. It makes another dive, but stops short again.

CHRIS (cont.)
What's the matter, beautiful?

The bird seems frightened. Of what? It makes one more dive. Gets very close to the fish...but suddenly SHRIEKS and peels away from the rock. Chris sees its eyes, looking crazed, as it soars right past him, its wings brushing his hair.

CLOSE ON: CHRIS, concerned, as he watches the eagle disappear over the hills.

Over his shoulder, we can see the high rock that holds the fish. It's out of focus in the background, but the moonlight catches SOMETHING MOVING there. Something that lets out a sharp INHUMAN SOUND.

Chris whirls around. There's nothing on the rock. Nothing at all. The fish has been taken.

INT JILL'S APARTMENT DAWN

CHRIS walks into a characterless apartment. He quietly sheds his clothes. Even in silhouette, we can see that his body is in perfect shape, not pumped, but lean and tight. Moving lithely, with the natural grace of a cat, he eases himself into a bed where...

...a beautiful young girl, JILL VALENTINE, seems to be fast asleep. As Chris nestles in beside her, we see that her eyes, facing away, are open. Chris gently drapes an arm around her and lets his body relax.

CHRIS
(A whisper) Glad you're still here, lady.

JILL
It's my apartment.

CHRIS
(Surprised) You're awake.

JILL
I've *been* awake. Since you left.

CHRIS
Sorry.

His apology goes no further. He's still troubled by what happened in the hills.

CHRIS (cont.)
There was...something wrong.

JILL
What, with my dinner? I never had a mother. I'll learn.

Chris smiles politely. He offers...

CHRIS
I'll do the cooking.

...but he can't switch focus.

CHRIS (cont.)
On the mountain...there...must have been something...prowling around up there.

JILL
There are prob'ly all *kinds* of things prowling around up there. In the middle of the night.

Chris apologizes again, this time more sincerely.

CHRIS
I'm sorry. Really. You...have to be there at dawn. They ride the wind over the ridge.

JILL
Dawn? You left at one A.M.

CHRIS
I had to go fishing. It's the fish that bring them down, so I can get a close look at them. (Enthused) I've tracked a dozen of them, Jill. Twelve of those big bruisers. I can actually recognize them. I've even given them names, over the years.

JILL
You've been doing this for *years*?

CHRIS
Only in the early Autumn. When they're migrating.

JILL
I'll set the alarm for next October.

Jill rolls over and faces him.

JILL (cont.)
I wish I could get excited. Really. That's the truth. As excited as you, over such...simple things.

CHRIS
Beauty...isn't simple. If it was... I'd be beautiful.

JILL
You *are*.

CHRIS
No, no, no. I'm simple. You, on the other hand...(nuzzling closer)...have all that...stuff...hiding underneath somewhere. That's what fascinates me.

JILL
Fascination. Not love?

Jill is being playful. Chris, taking her question to heart, becomes introspective.

CHRIS
I...honestly don't know. I guess I've been...living alone too long. You're the first, the *only* woman I've ever thought of as...a real partner.

Now Jill becomes introspective.

JILL
I've always been...afraid of living alone. I've always had...people... talking at me...knowing they could wind me up and I'd do...(shrug)... whatever they wanted.

Chris looks into her eyes. She kisses him gently.

JILL (cont.)
We all have...something hidden... underneath. Beauty may not be simple. But it's not all that complicated, either. Most of the time, you find it...right in the middle of all the... confusion.

CHRIS
I'm part Mohawk. Indians are never confused. At least, they never let it show.

They kiss again, this time more passionately. Rolling over, they begin to make love.

EXT FARM DAWN

The purple horizon is turning orange, but it's still quite dark when a crusty old farm-hand, RAKE, opens the creaking door of a stable and, with a flashlight, leads THREE HORSES out into the morning breeze.

Two dogs, A LAB and A SPANIEL, romp at his heels as Rake opens a log gate.

Two of the untethered horses trot obediently into a large corral. The third, a beautiful stallion, resists, snorting, tossing its head in high spirit.

RAKE
Get in there, Lucky. Quit horsin' around. Get in.

"LUCKY" moves into the corral, strutting proudly.

RAKE (cont.)
Swear. If I didn't know you was just an animal, I'd say you was all full of yourself. ***GET*** IN THERE!

Rake waves his flashlight, not meanly, there is clearly a great deal of affection here. Rake shuts the gate behind the stallion, who begins to gallop around happily inside the fence. All seems lovely, until...

...the dogs suddenly go on point. Their ears perk. They sniff the air...and begin to WHINE.

RAKE (cont.)
What's wrong with *you* two?

KER-**RAAKK**! A startling SOUND. Rake turns to find Lucky and the other horses, their eyes flaring, trying to KICK their way out of the fencing. They seem terrified.

CUT TO:

A WIDE SHOT: of RAKE, and the frightened ANIMALS, from two hundred yards away. THE CAMERA MOVES IN, slowly at first, then gaining speed...extraordinary SPEED. We are seeing THROUGH THE EYES OF...whatever it is that's running, charging, SLATHERING HUNGRILY...

...reaching the corral, DARTING through the fence, past the KICKING HORSES, and LEAPING at Rake, who whirls around...and CRIES OUT in pain as his flashlight BLINDS us with WHITENESS.

EXT AIR BASE DAWN

The WHITENESS becomes the GLARE of HALOGEN LIGHTS. We are overwhelmed by the SOUND of AIRCRAFT ENGINES. We see MEN, armed SOLDIERS, scrambling into combat HELICOPTERS.

A RADIO MAN runs right toward THE CAMERA, holding out an open receiver.

RADIO MAN
Top brass, sir!

ANOTHER MAN, in the foreground, takes the radio-phone. We can't see his face. Only his forearm, which bears A TATTOO of a grinning SKULL.

MAN WITH TATTOO
Alpha Leader.

VOICE ON PHONE (o.s. filter)
How long before you get in there?

MAN WITH TATTOO
Fifteen minutes.

INT AN OFFICE DAWN

A SUIT talks on a red telephone. Once again, we see no face. An ostentatious diamond RING kicks light as the man snips off the end off a Monte Cristo.

MAN WITH RING
You're good, soldier. But not *that* good. It's five hundred miles away. In the backwoods of Pennsylvania.

MAN WITH TATTOO (o.s. filter)
We have troopers on site. A first-strike force. Under cover.

The flame from a wooden match lights the Monte Cristo.

MAN WITH RING
Very resourceful. You have my permission activate them.

EXT AIR BASE DAWN

MAN WITH TATTOO
I've already done that. You have *my* permission...to say that you gave me permission.

THE TATTOOED MAN runs off to join the other SOLDIERS.

INT JILL'S APARTMENT MORNING

CHRIS sleeps. JILL is awake, deep in thought, when...

...BRRRRT! It's not a ring, it's a vibration. Jill reaches down and extracts something small and black, the size of a box of Tic-Tacs, from one of her shoes. She gets out of bed, checking to see that Chris is still asleep, and moves into ..

INT JILL'S APARTMENT BATHROOM MORNING

...a bathroom. Closing the door behind her, she puts the small box to her ear, extracts a wire from it, with a tiny microphone on its tip, and...

JILL
(Softly) Valentine.

We can't hear the voice that speaks to her.

JILL (cont.)
If this is just another a drill, I'll strangle you. (She listens) Shit. Give me the activation code.

JILL pulls a small ENVELOPE from a toiletry bag. She breaks open a wax seal...and takes out a thick paper on which is printed...29-RC-6735.

JILL (cont.)
(Gaping, not believing) Th-that's a match. (Beat) I'm on my way.

Jill clicks off. She dumps something else from the envelope into her hand...A BLUE PLASTIC CARD, the size of a *Visa*, blank except for a mag-stripe. There's a small hole in one corner, through which a chain is strung. Jill slings the chain over head, wearing the blue card like a pendant.

INT JILL'S APARTMENT MORNING

CHRIS is still asleep. JILL comes out of the bathroom and looks down at him longingly. Should she wake him? Tell him what's happening? She wants to, but duty prevents it. She pulls herself away.

INT JILL'S APARTMENT CLOSET MORNING

TCHIK TCHIK TCHIK...JILL pushes aside hangers which hold her clothes. She types numbers into a hidden KEYPAD. A SECRET PANEL OPENS, revealing a CLOSET WITHIN THE CLOSET, packed with COMBAT UNIFORMS and WEAPONS.

INT JILL'S APARTMENT MORNING

The sound...TCHUNG...of the front door closing snaps CHRIS awake. His first thought is for his lover. He reaches out and finds that...she's not in bed. He jumps up, rushes to a window, looks down, from the second story, and sees...

EXT JILL'S APARTMENT MORNING

...JILL, heavily ARMED, in UNIFORM, wearing a beret that has an insignia...S.T.A.R.S. She rushes down the front path and jumps into A HUMMER with THREE OTHER TROOPERS on board. The vehicle pulls instantly away...

...leaving Chris, looking through the window, puzzled, angry, and very much wounded.

INT/EXT HUMMER MORNING

RUSSO drives. WILLIAMS and DISIMONE sit in the back, all tough Special-Forces types. JILL, in the front passenger seat, though the only female, ranks the highest.

DISIMONE
Another practice run, right?

RUSSO
We been practicin' six *months!*
For *what?*

JILL
For this. This is the real deal.

WILLIAMS
Honest to God?

JILL
Based on my experience, Williams,
God isn't always honest.

DISIMONE
Where we goin'?

JILL
In there.

Jill points into THE ARKLEY FOREST which lies ahead. Miles of old growth-trees shrouded in a ghostly morning mist.

DISSOLVE TO:

EXT THE FOREST MORNING

DEEP IN THE HEART OF THE MIST...THE HUMMER bounces over non-roads and stops fifty yards from...

...A PAIR OF IRON GATES, each wrought with the letter "A". Beyond, the shifting fog offers momentary glimpses of... A MANSION. Huge. Like Xanadu. THE TROOPERS, amazed, climb out and approach the gates.

RUSSO
If you had the jing to build a place like this, would you build it in the middle of fuckin' *nowhere?*

WILLIAMS
Paris.

DISIMONE
Manhattan. Upper west.

JILL
(Wistfully) Some people prefer... a quiet life. (Back to business) Our orders are to secure the area.

DISIMONE
From *what?* This area's been *'secure'* since the French and Indian *War!*

A deep, animal SNARL comes from the woods. The troopers raise their weapons as they peer into the underbrush. The fog keeps sunlight from penetrating. The forest is a maze of dark shadows. Leaves flutter. Limbs SNAP. Then...

....DARK SHAPES can be seen moving, circling. A half-dozen of them. Maybe more. Jill whips out a transmitter and quickly types an access code.

JILL
(Into radio) This is Valentine, Bravo Team. We, er...we might be in trouble, here.

KRITCH! Something LEAPS out of the brush. Automatic WEAPONS SPIT reflexively.

KRITCH KRITCH KRITCH...more lunging SHAPES appear. The troopers scatter, firing, as they are attacked from all sides. Jill dives for the shrubbery, shouting into her transmitter.

JILL (cont.)
WE ARE IN TROUBLE!

CUT TO:

INT HUEY MORNING

JILL'S VOICE stutters over a headset which is pressed against A MAN'S EAR.

JILL (o.s. filter)
Under attack...by...assailants... unidentifi... JESUS!

Static. Hissing air. The SHOT WIDENS as the man lowers his headset. First we see the TATTOO on his arm...a grinning SKULL which we recognize. Then, gradually, we see his face. Lean and mean, wearing dark sunglasses, this is ALBERT WESKER, a hard-assed career officer.

WESKER
Can you get a trace?

The pilot, LAGUARDIA, responds.

LAGUARDIA
Lost the beacon. It just cut out. Like it was...swallowed by something.

Oddly, Wesker smiles.

WESKER
I do believe, gentlemen...that we're gonna be earning some combat pay.

There are three other MEN on board. The closest to Wesker is BARRY BURTON, a muscular black man, as big as a grizzly, with the heart of a Teddy.

BARRY
Damn, if you don't love a fight.

WESKER
Hey, if I didn't...you'd be a dead man. (To the pilot) Call in a nine-nine. I want Raccoon City e-vacked.

Wesker and the men FLY AWAY from the lens. THE CAMERA passes out through one of the helicopter's windows as chopper soars away. When the SHOT WIDENS, we see OTHER HUEYS...black, unmarked, keeping formation. Three...six...ten of them.

EXT FOREST MORNING

GUNS BLAZE. THE TROOPERS are under assault by thrashing, inhuman SHAPES...GROWLING, SNAPPING. JILL rolls into a natural trench. DISIMONE is behind her, WILLIAMS is crawling just ahead, his legs pumping. Jill scoots past him and sees that...

...those legs aren't moving on their own. They've been RIPPED AWAY FROM WILLIAMS' TORSO and are being dragged into the underbrush by some...BEAST...concealed in the thick brush, so we never get a clear look at it.

OTHER BEASTS attack DiSimone. Then Russo. We see only details. Jill fires her pistol, point blank...to no avail. RED-RIMMED EYES, SNARLING JAWS, DROOLING TEETH descend on her as we CUT TO:

EXT JILL'S APARTMENT BUILDING MORNING

CHRIS steps out of Jill's building. Suddenly, incongruously, camo-painted HUEYS swoop down out of the sky.

EXT RACCOON CITY MAIN STREET MORNING

THE CHOPPERS land where they can. COMMANDOS leap out and begin to cordon off the town. Bullhorns blare.

BULLHORN
There's been an accident in the hills nearby. A military aircraft, carrying live weapons, has crashed...

EXT RACCOON CITY SIDE STREET MORNING

CHRIS runs down a side-street into AN ALLEY, where he's trapped by COMMANDOS, both in front and behind.

SOLDIER
Let's go, hayseed. (Aiming his M-16) You gonna be a good boy?

Chris swallows his fury. Gritting his teeth, he goes along with the soldiers, prodded, by rifle barrels, out onto...

EXT RACCOON CITY MAIN STREET MORNING

...Main Street, where there is CHAOS...an Orwellian sight, as CITIZENS find themselves herded into helicopters and TRUCKS from the local National Guard Post.

A sweating man, still in his pajamas, rushes up to the SOLDIERS that are escorting CHRIS.

MAN
Look here, I'm the *Sheriff* of this...

SOLDIER
Step aside.

SHERIFF
But, I'm the *Sheriff!* An ex-Army man, like you.

BULLHORN (o.s.)
There is no immediate danger, but as a precaution, we are evacuating the area. You will be provided shelter until the weapons have been removed from the crash site.

SHERIFF
That's a worn-out scenario. If a plane crashed nearby, don't you think somebody would have heard it go down? Tell us the truth, guys. What's this really about?

SOLDIER
I said, STEP ASIDE!

The soldier lifts his rifle. He's about to CLUB the sheriff when Chris lunges, grabbing his arm. WHOOMPH! Chris kicks the soldier in the balls. The man buckles. Chris bolts.

One of the other commandos FIRES at him, a loud BURST which misses Chris but SHATTERS a shop window, setting off wild PANIC on the street. Chris ducks into a building...

EXT RACCOON CITY BACK STREET MORNING

...and out a rear door. He runs through a warren of back alleyways, arriving at...

...A JEEP SAHARA which is parked behind Jill's apartment building. He jumps in without opening the door, jams a key into the ignition, and ROARS off.

INT HUEY MORNING

Still airborne, in one of the black helicopters that have yet to reach the site, WESKER barks orders into a radio.

WESKER
Charlie, David, Edward, proceed to Raccoon City. Assist the e-vack. I'm going on target with Alpha Team. All forces stand ready to support.

EXT FARM MORNING

CHRIS rumbles his jeep onto a picturesque FARM, secluded deep in the forest. We don't recognize it immediately. It was dark when we last saw the place.

Jumping out, Chris sees three large SHAPES lying in the grass of a corral. Rushing over, Chris realizes...

...they're HORSES. One of them is LUCKY, his prize stallion...DEAD, in a pool of BLOOD, with its belly torn open and a huge chunk out of its neck.

CHRIS
Aw, no...(Devastated)...L-Lucky.

Chris hears a weak, MOANING SOUND. He turns and sees... RAKE, lying near a water pump. Chris rushes to the man's side and finds him brutally SLASHED, barely clinging to life.

RAKE
(Coughing blood) They...they come outa the trees, Reddy. Don't...don't know what they was. Figure...maybe some kinda...wolves, or somethin'...

Examining the man's wounds, Chris realizes they're fatal.

RAKE
I...I never seen `em comin'.

CHRIS
Don't try to talk, Rake.

RAKE (cont.)
I...ain't...never left this farm... untended...since yer daddy first took it over.

CHRIS
I know. You...kept the place runnin'... better than me.

RAKE
I just...never seen `em comin', Reddy. Never even...had a chance to...turn a gun on `em.

There's a THUNDER in the sky. Chris looks up. Wesker's fleet of black HUEYS appears on the horizon. They split up, seven banking off toward Raccoon City, the remaining three grinding ahead over the forest, slowing down, dropping in altitude.

CHRIS
Where are they going? There's nothing *in* there...except...

RAKE
Y'oughta...remember it...real good. I do. From...when you was a kid.

CHRIS
The...the old Arkley place?

RAKE
I remember them days. I surely do... Remember them...them old days.

Chris looks back down at the old man, who is drifting, starting to lose it.

CHRIS (cont.)
I'm not gonna bullshit you, Rake. You're...in a bad time. If there's any way to save you, I'll find it, I swear. You just...hang in there, old guy. I'll be right back.

Chris jumps to his feet and runs into...

INT FARMHOUSE MORNING

...the great-room of the FARMHOUSE. Rustic. Cozy. CHRIS snatches up a telephone. There's no dial-tone. The line is dead. Chris rushes to a gun cabinet and pulls out an old WINCHESTER rifle. He scoops ammo from a drawer into a shoulder bag and runs back outside...

EXT FARM MORNING

...where his eyes catch MOVEMENT in the corral. LUCKY, entrails spilling...is trying to stand.

CHRIS
Oh, God, Rake. Oh, Jesus, the poor thing's still alive.

Chris shoulders his ammo bag, reaches inside, and quickly loads the Winchester. Stepping forward, he aims carefully.

CHRIS (cont.)
Sorry, old hoss.

BLAM! A clean shot to the horse's brain drops the animal.

It takes Chris a long moment to recover...then, he looks into the trees. The helicopters are no longer in sight, but their THUNDER remains. They haven't landed yet.

Chris turns and rushes back to Rake's side, only to find...

...he has died. Chris' jaws tighten, but he has no time to mourn. He closes Rake's eyes. Digs through the grass. Pulls up a handful of dirt. Stuffs it into the old man's hand, and closes his stiffening fingers over it.

CHRIS (cont.)
The earth keeps us.

Conquering his emotions, Chris runs to his jeep and jumps in. He shifts into four-wheel-drive and, ignoring the road, heads straight over the field for the trees.

As the jeep disappears, THE CAMERA CRANES DOWN, ZOOMING IN ON...

...one of the farm dogs. The SPANIEL. Not the entire animal, but one of its three SEPARATE PARTS...it's front end...CRUSHED head, BLOODY neck, and a single BROKEN paw...

...which is trying to CRAWL.

Fifty yards away, RAKE'S HAND relaxes. The earth spills out through his fingers as the dead man's eyes...POP OPEN.

EXT ARKLEY FOREST MORNING

THE FIRST OF THE BLACK HUEYS drops, hazardously, into a small clearing with barely enough space. Unable to land on the scrub-brush, it hovers ten feet off the ground. Its rotors CLIP TREE LEAVES as WESKER, BARRY, and TWO OTHER S.T.A.R.S. COMMANDOS jump out, heavily armed. The chopper lifts off, replaced by HUEY NUMBER TWO.

NOT FAR AWAY, CHRIS navigates through undergrowth until he can see THE HELICOPTERS through the trees. The THUNDER from their rotors masks the grinding of Chris' jeep. He pulls within a hundred yards and, leaving his vehicle in the bush, moves closer, cautiously, on foot.

THE THIRD HUEY air-drops TWO MEN and TWO WOMEN in S.T.A.R.S. uniforms. There are TWELVE COMMANDOS in all...ALPHA TEAM. Wesker looks up at the Huey's PILOT, using his radio to speak to the man.

WESKER
You'll have to rotate or you'll run out of fuel, but I want one chopper to remain in the air at all times. We might need help in a hurry.

A *"Roger that"*, squawks back as the Huey banks away.

Barry looks worried. His instincts are asking...*"We might need...'help'"*. Against what? We only see this in his eyes, he says nothing as...

...Wesker leads the team through the woods, unaware of...

...CHRIS, following behind, crouching around trees and bushes, not a trained commando, but comfortable with the land, a natural warrior using ancestral instincts.

THE CAMERA TRACKS COMBAT BOOTS as they CRUNCH through the low-lying MIST...stopping abruptly when they encounter...

...WEAPONS, AMMO BELTS, bits of SHREDDED UNIFORMS...and HUMAN BODY PARTS...strewn all through the surrounding brush, remnants of what was obviously a feeding-frenzy.

VICKERS
Holy...Goh...gaah...

BRAD VICKERS vomits. Unarmed, he's Alpha Team's computer-techie. Not a combat soldier, he's a bit of a coward.

Another non-combatant, REBECCA CHAMBERS, is the team's medical officer. She digs an ammonia capsule from her pack and holds it under Vickers' nose.

RICHARD AIKEN and KENNETH SULLIVAN are buddies, regular G.I. Joes, right out of every war movie. Aiken stares at the carnage, calmly chewing a wad of gum.

AIKEN
You ever eat road-kill, Sullivan?

SULLIVAN
Aiken...a guy with a brain your size would be better off dead.

RODRIGUEZ (o.s.)
Want me to shoot ya, Aiken?

ROSIE RODRIGUEZ, a tough, body-built babe steps in.

RODRIGUEZ (cont.)
I'm ready ta shoot *some*body.

AIKEN
I'll pass. Shoot Sullivan.

FOREST SPEYER, a wiry Willem Defoe type, finds a bloody BERET and brings it to Wesker. There's an I.D. tag in the brim...

WESKER
(Reading the tag) `Valentine'. (Beat) Radio Washington. Bravo Team found on site. No survivors.

In the bushes, Chris overhears, not wanting to believe. He sees Wesker angrily pitch Jill's beret into the brush.

WESKER
We're goin' in. Watch your backs.

Wesker advances his troops. When the coast is clear, Chris rushes in, picks up the beret, and sees the name tag for himself. *"Valentine".*

After what happened at the farm...now this...feeling sucker-punched, defeated, Chris hangs his head.

One of the HUEYS dips in low.

Chris looks up. The sight of the war machine lifts him from defeat...to rage. His eyes are soft, for the last time, as he tucks Jill's beret into his pack. When he looks up again, those eyes have become newly predatory. He ducks out of sight as the helicopter swings lower.

Downdraft from the rotors makes the bushes rustle, catching Chris' attention. He realizes that...it's not just the wind. The shrubs are being disturbed by...

....SOMETHING DARK which is moving through them. It pokes its head out. A WOLF! Rake was right. Chris readies his Winchester as the animal stalks forward.

It's not a wolf. It's A DOG. Mottled, its flesh gray, covered with rotting lesions...and it has three bleeding BULLET HOLES in its belly, chest, neck.

GROWRRR! It LEAPS at Chris...who fires...BLAM!

Up ahead, Wesker and his commandos freeze.

WESKER
Who fired? WHO FIRED?

Before anyone can answer, the team is ATTACKED by MORE DOGS which BURST out of the surrounding woods...DOBERMANS and SHEPHERDS...but something is seriously wrong with all of them. Their EYES are DEAD, their FLESH decaying.

Automatics piss streams of lead. Hot rounds TEAR through the animals, many of the slugs accidentally blowing out brains. The barrage drowns out the individual REPORTS from Chris' rifle, which he wields with ease. A crack-shot, each one of his bullets hits its target...one of the dogs' heads.

The commandos are backed up against...the IRON GATES we saw earlier. The Arkley Mansion stands beyond.

RODRIGUEZ
Let's get inside.

WESKER (cont.)
NO! (Shouting) I WANT `EM ALL DEAD! YOU HEAR ME? STAND FAST... UNTIL THEY'RE ALL DEAD!

The dogs don't stand a chance. Alpha Team's firepower is overwhelming. But there is a human casualty. JOSEPH FROST trips and falls. One of the dogs POUNCES on him, chewing out his HEART...through his BACK.

Wesker steps in, RIDDLING the dead man, and the dog, with forty rounds from his M-16.

In the next instant, ANOTHER DOG LEAPS at Wesker from behind. He hears its snarl...too late. He dives into the grass... too late. The dog is about to land on him when...

...it's BLASTED out of mid air by...Barry.

BARRY
Even-Steven, boss. You saved my ass in the desert. I saved yours in Pennsylvania.

Wesker stand, straightening his ever-present sunglasses.

WESKER
I don't believe in being...*'Even-Steven'* with anybody. A man saves *my* ass...I pay him back. Before this day is over, I'll pay you back, Barry. Just...stick with me, okay?

Wesker checks his equipment belt. Something is missing. He looks to where he rolled in the grass. Using a FLASH-LIGHT, he finds...

...a small electronic unit the size of a cell-phone. But it's not a cell-phone. Whatever it is...Wesker clips it onto his belt.

FROM THE BRUSH, Chris sees all this. The guns have gone silent. The attack seems to be over. Chris moves stealthily to the body of the animal that he shot. It's wearing a COLLAR which reads...

Alongside the I.D., there's a corporate-looking logo...the symbol of an UMBRELLA.

GRRROWWWLL! ANOTHER DOG is advancing on Chris. He aims his Winchester. CLICK! The magazine is empty. No time to reload. The dog is on him. Chris SCRAMBLES away. The dog BOUNDS after him.

Chris drops to the ground. Did he trip? No. He pushes a TREE ROOT, which is FALSE. It swings open and he dives in, pulling the "root" shut over him.

The dog arrives an instant later. It lets out an angry HOWL...and is BLOWN AWAY...by RODRIGUEZ, who neither saw Chris, nor where he went.

The forest goes dead quiet. Too quiet. There's not even the chirping of morning birds. Wesker is SLAPPED startlingly on the back....by Barry.

BARRY
Look here, man. I'd follow you into any kind of enemy fire. But these things ain't firin' at us. They want us for *breakfast!* When are you gonna tell us what the hell is goin' on here?

WESKER
When you need to know. Just do your job, soldier. That's what I'm doin'. My job.

Wesker pulls a chain from under his shirt. It holds a card, the size of a *Visa*, like the one Jill found in her secret envelope, only Wesker's isn't blue, it's green.

Stepping away from Barry, he slides the card through a slot in the iron gate-frame. BUZZZZ. The GATES SWING OPEN with a rusty SQUEAL.

INT TUNNEL MORNING

CHRIS crawls through a long, dark shaft with earthen walls, a man-made tunnel.

EXT ARKLEY FOREST MANSION MORNING

AT THE MANSION'S FRONT DOOR, a hand-carved monolith of solid oak, WESKER finds another hidden SLOT and swipes his card. The giant door CREAKS OPEN.

INT MANSION CENTRAL HALL MORNING

INSIDE, the place looks like a HAUNTED HOUSE, a glorious ruin, once spectacular, now mysterious and threatening. The chandeliers and furniture are covered with sheets that ripple on breezes from a thousand faults in the old walls. Indistinct NOISES echo within the ceiling, the floor, as ALPHA TEAM enters.

AIKEN
Old. They probably don't have cable.

SULLIVAN
They probably don't have *radio*.

RODRIGUEZ
Who's *they*? Who's place *is* this?

WESKER shuts the front door. The BOOMING SOUND makes us wonder if we will ever see it opened again.

WESKER
Guy named Arkley. Bootlegger. Built this old fortress during prohibition. He figured nobody'd ever find him out here in the back woods. Nobody did. Till he died. Feds have had it ever since. Place has been here for eighty years...derelict...a safe-house.

BARRY
A safe-house...for who? For what?

WESKER
There's a...a secret installation. Below. A network of laboratories.

REBECCA
What kind of...laboratories?

WESKER
(Shrugging) They didn't issue us gas-masks, so I figure...it's okay to breathe.

RODRIGUEZ
Why send in a strike-force?

SULLIVAN
Yeah. What are we supposed to do? Polish the silver?

WESKER (cont.)
There's a man downstairs. A top-priority man. It's our job to... bring him out. Hopefully, there are others alive, as well. We'll rescue them, too...if we can...but Dr. John Marcus...he comes out alive at any and all cost.

INT MANSION CORRIDOR MORNING

Though it's still morning, the windows are sealed over. No sunshine can enter. From this point on...there will be no indication of time...except as shown on clocks. A sense of dread takes hold of us as...

...dark SHADOWS LURCH...FEET SCRAPE sluggishly...not in combat boots, but in Nikes, loafers, Dr. Martens...past an accordion GATE of corroded bronze. A motor HUMS. Behind the gate, an old-fashioned service ELEVATOR rises...but stops just below floor level. EYES peer out, waiting for the shuffling feet to pass. Then the car rises the rest of the way, revealing its occupant...

...JILL VALENTINE! She's alive! She deactivates the elevator by pulling her blue ACCESS CARD out of an incongruously modern receptacle. Checking to be sure that the coast is clear, she slides the accordion gate aside and steps out into the corridor.

With a ghostly MOAN, something LUNGES at her out of the shadows. It's A MAN in a lab coat. His skin is ROTTING, his teeth SNAPPING, like the dogs'. He tries to BITE Jill, not merely to do injury. He seems HUNGRY!

Jill leaps aside, lifting her pistol and FIRING...once, twice, three times. The man is shot in the stomach, heart, neck...but he keeps coming! Finally, Jill shoots him in the head...and he falls.

Jill quickly reloads, on instinct. But as she does it, she stares at the corpse, frowning, weighing life-long belief against the hideous facts of the moment.

INT MANSION CENTRAL HALL MORNING

WESKER and his troopers hear the GUNSHOTS. There are THREE DOORS nearby. Wesker selects one that seems to lead to the source of the gunshots. Using his card, he unlocks it.

WESKER
Three men stay here. Chambers...

REBECCA
I'm not a man.

WESKER
Rodriguez...

RODRIGUEZ
I'm better than a man.

Wesker grins, but hardly skips a beat.

WESKER
Alright. you come with us. Aiken, Sullivan, stick here with Chambers.

The troop moves out. Aiken and Sullivan remain in the central hall with Rebecca.

AIKEN
Why us?

SULLIVAN
I dunno why *me*. You? I guess the C.O. figures you're as worthless as a dame, Aiken.

Sullivan catches Rebecca's eye.

SULLIVAN (cont.)
Er...sorry, ma'am. I...I didn't... I meant Aiken... Not you.

REBECCA
Relax. I get it.

INT MANSION LIBRARY TIMELESS

WESKER leads his TROOP into an enormous, cobwebbed library lined with book shelves, but no books. There are doorways on all four walls. Wesker pulls out something that looks like a Game-Boy. He types on a keypad. A MAP of the mansion appears. Wesker scrolls with the arrow-keys. Barry looks on very impressed with the high-tech unit.

BARRY
That thing...tells you where to go?

Wesker doesn't answer. He pockets the "Game Boy".

WESKER
One man stays here. Ridley. You're it. Shoot to kill. Just make sure it's not one of us. The rest of you... this way.

Wesker leads his squad through one of the doorways. RIDLEY, a young rookie, remains.

INT UNDERGROUND CAVERN TIMELESS

CHRIS reaches the end of the earthen tunnel. There are signs that children once played here...TOY SOLDIERS. GRAFFITI. Chris finds his nickname...*Christopher Reddy*... etched in hardened mud. After a moment of reflection, he moves on, into...

INT ENTRY CHAMBER TIMELESS

...a small, sheet-rock chamber. CHRIS rushes to a DOOR that looks like it's been there since the beginning of time. As soon as he touches the knob...AN ALARM SOUNDS!

INT MANSION KITCHEN TIMELESS

RIDLEY, standing guard, hears THE ALARM. He hears Chris JIGGLING the knob. But he sees NO DOOR. The walls around him seem to be solid slabs.

INT ENTRY CHAMBER TIMELESS

CHRIS can't get the doorknob to turn. Behind him, a dusty ORIENTAL CARPET BULGES upward. One corner flops aside.

INT MANSION KITCHEN TIMELESS

RIDLEY is spooked by the sound. Frightened, trembling, he un-slings his rifle.

RIDLEY
Who...who's there?

INT ENTRY CHAMBER TIMELESS

CHRIS doesn't hear the trooper. Behind him, A DECOMPOSED HAND pokes out of a drainage ditch beneath the carpet. It gropes. Finds purchase on the floor.

Chris is unaware of the danger. He HURLS himself against the door. He can't break through.

The thing that climbs out of the ditch was once a man, once a SCIENTIST. It's wearing a lab coat and a pair of thick EYEGLASSES. But it's long dead. It's...A ZOMBIE.

As it pulls itself up, its eyeglasses strike the side of the ditch. They fall, CLATTERING, the rims scraping the zombie's cheek, which peels away like onion skin.

Chris hears the noise. Turns and sees...

...the dead man, reaching out hungrily. Chris is trapped. He aims his Winchester. CLICK! He forgot. It's empty.

The zombie pulls itself fully up onto the floor. Chris digs in his shoulder bag. Pulls out a handful of bullets and with them, accidentally, Jill's BERET. Rising emotion stops him for a moment.

The dead man crawls toward him. Chris might not have time to load. As he tries to jam a bullet into his rifle, the zombie SWATS at him. Catches the beret. Looks at it. Sniffs it. The bullet pops out of Chris' nervous fingers. He tries to load another.

INT MANSION KITCHEN TIMELESS

RIDLEY spots A BLUE ACCESS SLOT in the wall. He levels his automatic and CHEWS the thing up with a short burst.

A PANEL SWINGS OPEN! CHRIS dives out...with the ZOMBIE inches behind him. Ridley FIRES off another BURST OF ROUNDS.

Stray bullets PIERCE the zombie's head. It drops back into the chamber...with Ridley never knowing why.

Ridley and Chris look at each other, asking rapid-fire questions, none of them answered.

RIDLEY
Who are *you?*

CHRIS
Who are *you*? What the hell is S.T.A.R.S.?

RIDLEY
How'd you get *in* here?

CHRIS
Who sealed the door?

RIDLEY
Who knew there *was* a door?

WHAM! ANOTHER ZOMBIE appears suddenly behind Ridley, BITING out the muscle between his shoulder and neck. The trooper stands, stunned, for a moment...

RIDLEY
Who...who...?

...then he drops.

The zombie, in a uniform, once a security guard, gazes dully at Chris. A wet sound comes from inside its gullet as it calmly chews on Ridley's flesh. Swallowing, it reaches out. Chris grabs its arms. FLINGS it into the chamber. Then FIRES his Winchester, once, putting a HOLE in the thing's head. Chris slams the door.

INT MANSION DINING ROOM TIMELESS

In a Hearst-sized dining room with draped furniture, WESKER and the OTHER TROOPERS have heard the new gunfire.

SPEYER
Where'd *that* come from?

BARRY
Back...where we just were.

SPEYER
Shit, man, we're chasin' our *tails!*

INT MANSION KITCHEN TIMELESS

CHRIS hears the CLATTERING of the troopers heading his way. What he doesn't hear is...a slight CRACKLING...in the walls.

INT MANSION CORRIDOR TIMELESS

WESKER and his TEAM burst into the corridor with the old-fashioned ELEVATOR. FLASHLIGHTS find...the body of the ZOMBIE that was shot by Jill, bullet HOLES all over its body.

SPEYER
Damn. Sumbitch took a lotta lead.

BARRY
That's not what killed him. Blood's still running. Wounds are fresh. But look at his skin. This guy's been dead for a couple o' days.

RODRIGUEZ
He was dead...before he was ***shot***?

INT MANSION KITCHEN TIMELESS

CHRIS checks Ridley. No pulse. His own rustling movements prevent him from hearing...that soft CRACKLING SOUND.

The kitchen is lined with fifty-year-old IVY-PATTERNED WALLPAPER. The printed VINES seem to be MOVING! Chris doesn't notice until the vines begin to WIGGLE furiously... and RIP THROUGH the paper. They're REAL! Sprouts from some sort of exotic plant, that have climbed up the walls... with INTELLIGENCE! They seem aware of Chris' presence.

REBECCA (o.s.)
Ridley?

REBECCA has appeared in an open doorway. Chris looks at her, with the tips of the vines beginning to brush his shoulders.

REBECCA (cont.)
Who...who are...

CHRIS
I...I'm one of the good guys, okay I'm just trying to...

REBECCA
(Calling) SULLIVAN! AIKEN!

CHRIS
Shit.

Chris, familiar with the room, opens a SMALL DOOR in the wall, barely man-sized, and almost invisible because it's covered in matching wallpaper. Chris dives in.

AIKEN and SULLIVAN pop up behind Rebecca, having barely caught a glimpse of Chris.

AIKEN
Who was *that?*

SULLIVAN
Forget him. What are *they?*

Sullivan points at the vines...which are swirling, groping, as if alive, making their way toward Ridley's body.

INT MANSION CHUTE TIMELESS

In a LAUNDRY CHUTE, propping himself against the sides, CHRIS descends...down...down...as he did as a child... and comes out onto...

INT CRAWL SPACE TIMELESS

...a DROP-CEILING, newly installed. Iron frames support AIR-FILTRATION SYSTEMS and other heavy MACHINERY. Sheet-metal walls have replaced the old soffit and fascia. LIGHT, from somewhere below, knifes through gridded iron vents.

CHRIS
Somebody did some major remodeling.

INT MANSION KITCHEN TIMELESS

The VINES continue to advance.

REBECCA
We gotta get him out!

THE TROOPERS rush to retrieve RIDLEY'S BODY. The VINES hover around them, occasionally DARTING, then pulling back, as if they were timid animals, hungry, but afraid of a new food-dish. When AIKEN brandishing his M-16, the VINES RECOIL and RETRACT fully...THWIP THWIP THWIP...behind the wallpaper and down...somewhere into the bowels of the house.

AIKEN
What? Smart fuckin' *plants?*

SULLIVAN
No big deal. *Most* plants are smarter than you, Aiken

INT MANSION CORRIDOR TIMELESS

THE OTHERS are still puzzling over the DOWNED ZOMBIE.

SPEYER
Why would anyone shoot a dead man?

RODRIGUEZ
Lemme guess. Maybe `cause he was... *walkin' around?*

Barry steps closer to the corpse, notes its collapsed skull.

BARRY
Head-shot. We were sprayin' those dogs outside...but think about it. Were any of `em brought down without a head-shot?

Wesker has been exploring the corridor. Stopping in front of the elevator, he shines his light into the car. We expect someone...or some-*thing*...to be lurking inside.

An attack comes from the opposite direction. A FIGURE BURSTS out of the shadows behind Wesker. Another Zombie? No. It's JILL! In a rage, she holds her pistol to Wesker's head.

JILL
I lost three men. You killed them, Wesker. You did...and *I* did. Because I didn't know what to expect...because *you*...didn't *tell me!*

WESKER
(Calmly) Tell you what?

JILL
Anything! I wasn't told *anything!*

WESKER
Put down the gun.

Instead, Jill CLICKS the hammer back.

WESKER (cont.)
Put down the gun.

JILL
Not until...

WESKER
RE*LEASE!* THAT'S AN ORDER, SOLDIER!

Jill blinks. Slowly, reluctantly, she lowers her gun.

Wesker turns...and recognizes her.

WESKER (cont.)
How...did you get in here?

JILL
(Sarcastic) How ya doin', Valentine? Good to see ya. Glad you're still alive. Same here, colonel, I'm...

WESKER
How did you get in here?

JILL
(Exploding) The same way those fuckin' dogs got *out!* Through their ***pens!***
(Relaxing some) I...locked them off.

WESKER
Good thinking.

A VOICE interrupts, from the end of the corridor.

VOICE (o.s.)
MAN DOWN!

The voice is SULLIVAN'S. The troopers run to join him. Last to leave the corridor are Wesker and Jill. Wesker gestures gallantly.

WESKER
Ladies first.

JILL
Fuck you.

INT MANSION KITCHEN TIMELESS

The TROOPERS trickle into the kitchen to find...REBECCA, kneeling over RIDLEY'S CORPSE, examining the ragged bite on its neck.

RODRIGUEZ
Maybe...they're in the house. More of them dogs.

REBECCA
Diameter's too small. It...almost looks as if...it was done by a...

JILL
(Arriving) A human?

Rebecca looks up. The two women make sisterly eye-contact.

REBECCA
Yes, but...what kind of...human... would do something like this?

AIKEN
Not a vegetarian, that's for sure.

SULLIVAN
Aiken, you'd be better off...

REBECCA
There was a guy. Not part of the team. And there was...some kind of...plant...that seemed...alive.

RODRIGUEZ
Gimme a fuckin' break.

AIKEN
No shit. It disappeared...right into the wall.

Rodriguez cringes when she finds a ragged hole in the wall-paper near where she's standing.

WESKER
I guess it's...time to spill it.

WESKER pulls off his dark glasses for the first time.

WESKER (cont.)
I don't know...much more than I already told you. I'll tell you the rest now. The labs here are... were...working on special apps for bio-engineered materials.

RODRIGUEZ
Speak English, hombre.

WESKER
Marcus has been experimenting with an artificial...man-made...virus. Coded...the `T'-virus. Financing came from a private corporation, you may have heard the name...Umbrella

JILL
They're...multi-national. Huge.

WESKER
So huge that they have...connections... in high places. That's why we're here.

BARRY
This virus...it jumped, right?

SPEYER
Shit! We're all *dead!* We got the bug, and we're all *dead!*

WESKER
It's not airborne. It was spread... in the water supply. Lab animals and...the researchers themselves... passed it on...by...

JILL
By...biting.

Wesker hangs his head. It's an affirmation.

BARRY
You catch this virus and...what?

WESKER
You die. But...not for long. The chemical...revives the brain, and...

RODRIGUEZ
You stand back up...and chew on the first guy you see.

SPEYER
Christ, this is like...Night of the Living *Dead!*

BARRY
Why, in the name of Jesus, would *anybody* wanna mess with shit... that does *that shit?*

WESKER
Victory, friend. Civilization has come a long way, but we still have... war. Imagine...a soldier who can't die. That...was the concept.

JILL
But the virus...jumped.

WESKER
Hopefully...if we got all the dogs... we've contained it.

JILL
Hopefully? Jesus...why didn't you *tell* us?

WESKER
By telling you *now*, I've put your lives in jeopardy. Nobody has this information. Except a few high-and-mightys. Me. And now, you.

The troopers fall silent as all this sinks in.

WESKER (cont.)
We have to get Marcus out of here. He developed this thing. He's the only one who...understands it.

REBECCA
I don't know, this all sounds pretty shaky to m...

With a lightning move, Wesker draws his pistol and...BLAM! FIRES...at Rebecca. She flinches. The bullet flies past her and SHATTERS the skull of RIDLEY, the dead trooper who, having stood up, was about to attack Rebecca from behind. Ridley drops...dead again.

RODRIGUEZ
Guess that proves it. A head-shot knocks `em down.

Rebecca turns and looks at the blood-splattered body.

REBECCA
Th-that man...was dead. (Freaking) I...I'm a *doctor!* I should *know!* That man was *dead!*

Vickers reaches into Rebecca's bag, pulls out an ammonia capsule, cracks it, and holds it under her nose.

VICKERS
I hope you have a lot of these.

INT CRAWL-SPACE TIMELESS

CHRIS crawls across the drop-ceiling, into the up-rising light from one of the vents. He looks down through the gridwork and sees...

...the same LABORATORY that was behind Marcus in the opening video. No longer pristine, it's wrecked, torn apart. Files are scattered everywhere along with smashed fragments of furniture and computer hardware.

CAGES that line the walls are filled with LAB ANIMALS making NERVOUS CHATTER. Chris watches a MONKEY sip water from a dish. Like the other animals, its skin is rotting.

Chris is about to move on, when his eye catches...

...MOVEMENT... outside the cages. There's A MAN, in a lab coat, sitting at a desk, writing on a note pad.

CHRIS
(Calling) Hey.

CLOSE ON: the man's HAND...flaking, decomposing. The pen it holds is making only random, erratic marks.

CHRIS (cont.)
HEY!

The man turns his head, slowly, to look up toward the voice. There's NOTHING left of his FACE. RAW TISSUE seeps odd-colored fluids. A single eyeball is nested tenuously in the ooze. Something like a mouth, recognizable only because of its position, opens...and GROANS.

Chris, pumping his Winchester, hears...KRANG! A NOISE from below. He looks down again, just as...

...the lab door BURSTS open. WESKER and ALPHA TEAM stream into the lab. The thing with the destroyed face turns toward the invaders, stands, and shuffles toward them.

Without hesitation, Wesker, on point, FIRES a quick burst into the thing's brain. It drops like a sack. The lab animals SHRIEK.

The team files in, not noticing...ANOTHER ZOMBIE...crawling across the floor...heading directly for SPEYER. Chris shouts from above.

CHRIS (cont.)
HEADS UP!

He punches out the grate with the barrels of his rifle and...BLAM!...punches a sure-fire HOLE in the zombie's head.

BRAD VICKERS, his nerves badly frayed, thinks the team is being attacked. He SPRAYS the ceiling with his automatic.

Chris ducks and rolls, narrowly escaping the initial barrage, but bullets keep coming, punching a dotted line up through the ceiling panels.

Chris scrambles, as fast as he can, his feet barely escaping the punch holes.

He finds himself on top of an enormous checkerboard of vents and plexiglass panels. Bullets weaken the framework. It sags...then CRACKS, dropping away. Chris is plunged into...

INT LAB LEVEL "A" TIMELESS

...WATER! CHRIS kicks, paddles with his rifle, righting himself, getting his bearings. He's in a huge AQUARIUM that's built into one of the laboratory's walls...and he's not alone. There are SIX SHARKS in the tank. ZOMBIE SHARKS, their flesh rotting, leaking pus.

The largest of them SNAPS at Chris, but its jaws catch only a clump of his swirling hair. Chris kicks with his feet, remaining upright, and FIRES his wet Winchester.

The bullet wimps-out, restrained by the water. It penetrates the shark, but barely. We can see the casing lodged in the animal's flesh.

Chris gets an idea. He kicks forward. Plants the barrel of his Winchester directly against the aquarium glass... only to find himself aiming directly at...

...JILL, who is aiming back at him with her M-16. They're both stunned. They stare at each other for a moment, like gunfighters, until...

...another shark circles in for an attack. Chris swings the Winchester away from Jill and FIRES underwater. The aquarium glass CRACKS...but holds.

JILL (cont.)
Hang on! We're gonna get wet!

Jill FIRES. More CRACKS, but the glass is resistant.

BARRY steps in and SHOOTS. The tank finally BURSTS, flushing Chris out. Water SURGES into the lab, knocking Wesker and some of his squad down.

They stand up again, only to find themselves knee-high in a dark pool...with SHARK FINS slicing the surface. Everybody opens fire. The dead fish keep coming.

AIKEN
Where the fuck is a shark's *brain*?

SULLIVAN
In it's *head!* I swear, Aiken, you *would* be better off dead.

In a bizarre frenzy, the sharks KICK their tails, making startlingly quick turns, darting every which way, SNAPPING at the scent of warm flesh. The troopers, hampered by the water, SPLASH around wildly, many of them nearly getting bitten. The air above thickens with a fog of graphite from ten spitting automatics.

The water gets darker as it becomes clouded with BLOOD. But thankfully, the level is dropping. The water is seeping out through GRATES in the floor. The sharks become more visible, moving slower as their bellies scrape the floor.

The troopers pick them off, one by one. The immediate threat passes...but as the water drains away, the troopers become aware of...a KLAXON-LIKE SOUND. ANOTHER ALARM. The entry door glides shut with a BOOOMMM!

WESKER
Nice. Very *NICE*, Valentine! You set off a containment breach!

JILL
It must have been the water. God, the *water!* (She turns to Chris) Did you swallow any?

SPEYER
I did.

SULLIVAN
A *bunch* of us did, man.

WESKER
Separate systems. Salt water. No germs. But...it *breached!*

Wesker, looking crazed, his sunglasses gone, is typing on his "Game-Boy"...getting no response.

WESKER (cont.)
We can go in deeper. But we can't get out. Not with my card-key.

RODRIGUEZ
So...we live *here* now.

Rosie finds Sullivan looking at her curiously.

RODRIGUEZ (cont.)
Landlords. Shit hills. Kicked my family out of six apartments. I got used to sayin'...'So...we live here now'.

WESKER
There are override exits...but I can't find them without *THIS!*

Wesker FLINGS his "Game-Boy" angrily against a wall. It shatters into bits.

CHRIS
That was a smart move.

Wesker bristles. He's about to confront Chris, but he spots his sunglasses where they were deposited on a floor grate by the water. He walks over and picks them up, wiping the lenses on his shirt. Without looking at Chris, he asks...

WESKER
And...you are?

CHRIS
Nobody. Just a...a local guy...

Chris spots a dry lab-coat hanging on a wall hook. He takes it down and uses it to dry his rifle.

CHRIS (cont.)
...who gets pissed-off when he finds... his farm animals...and his father's oldest friend...dead. And the only woman he ever cared about turns out to be a goddam ***METAL*** *HEAD!*

Wesker, while seeming to understand, still doesn't look up.

WESKER
Valentine...who is this asshole?

JILL
His name is Chris Redfield. He was... part of my cover, sir.

CHRIS
Cover?

A snappy argument develops, a lover's quarrel, with higher-than-normal stakes.

JILL
This is not the time to mouth off, Chris! You're in deep *shit* here!

CHRIS
Why didn't you let me in on this?

JILL
Why did you have to come after me? How did you get *in* here, anyway?

CHRIS
I used to play here, when this was a fucking *laundry* room! And what makes you think I came after *you*?

BARRY
(Interrupting) Whoa! Look here.

Barry is stooped over the faceless zombie that Wesker shot. He rips an I.D. badge from the corpse's coat. He tosses it to Wesker, who reads the I.D...*"DR. J. MARCUS"*

BARRY (cont.)
Is this the pile of shit we're supposed to bring out of here?

WESKER
It...it once was.

VICKERS (o.s.)
I got something here.

BRAD has been quietly working at one of the lab's computers. Barry rushes over and looks at the monitor screen.

BARRY
A map. Same as on your gizmo. Exits marked...blue and green.

Wesker steps in for a look.

WESKER
The greens are the overrides. (To Brad) Can you print this out?

VICKERS
I can try.

Brad types a print command. An H.P. begins to feed out copies of the map.

Chris calmly retrieves his wet shoulder bag from the floor. He wrings out the cloth and, using the lab coat, wipes the bullets dry.

VICKERS (cont.)
(Off the screen) We're on level `A'.

WESKER
We have to get down to level `D'.

BARRY
Hold on. Marcus is dead. If this mission was about bringin' him out, we're outa here, right?

WESKER
I wish we were, but no. We have a potential outbreak here. We might be the only ones who can stop it.

SPEYER
Stop it? How?

WESKER
There's...an antidote.

Everyone's ears perk.

WESKER (cont.)
We can't bring Marcus out, but we can bring out the serum. Maybe somebody...can analyze it...and figure how to beat the virus.

Jill looks at Chris. Catches him weighing options.

JILL
(Privately) Not simple.

CHRIS
(Privately) Not complicated, either. We only have to decide...what's right... and what's wrong.

JILL
(Privately) I forgot. You're never confused. So...what's right, Mohawk? And what's wrong?

VICKERS
Shit. (At the computer) There are *no* green exits on this level. Why... why would *that* be?

CHRIS
They didn't want anybody up here to go snoopin'...upstairs or down.

Wesker looks at Chris with that odd, confident smile.

WESKER
Pretty good guess. You must have been in the military, son.

CHRIS
Native American. Exempted.

VICKERS
(Typing, starting to panic) Fuck! There...there's no way *out!*

CHRIS
Yes there is.

Chris points at the broken grid above the shattered aquarium.

Wesker looks up. Then looks back at Chris.

WESKER
Not a bad idea. (Turning to Vickers) See if you can call up...service charts, schematics.

Brad's fingers fly. He scrolls through menus.

VICKERS
Got it. Ceiling grids, ladders. The whole infrastructure.

WESKER
Print it. Print all of it.

The young man types a command. Wesker rushes over to the H.P. and grabs the first chart that rolls out.

Rebecca steps over to Brad. She points at his leg. Seated at the computer, his trousers hiked, BLOOD can be seen on his sock, just above his boot.

REBECCA
What's *that* from?

VICKERS
(Nervous) I...snagged it. On the desk. When we were scrambling.

REBECCA
Lemme look at it.

VICKERS
(Adamant) No. It's just a *scratch!*

Chris watches Wesker as he studies the printed charts.

CHRIS
There's a...part of an old laundry chute. It might not show on there. It runs up to the kitchen.

WESKER
I'm not going up. I'm going down.

Wesker, grim-faced, looks at his team.

WESKER (cont.)
I'd like to let you guys off the hook. But I can't. I need back-up. You're comin' with me. Any objections?

The troopers exchange glances. Jill is first to speak.

JILL
No objections. We'll back you up.

CHRIS
(Disappointed) You said...people wind you up and you do whatever they want you to do.

WESKER
Stay out of this, son. You're the only one who doesn't have a choice in this. There's no place to lock you up. I can't let you go, you're a security risk. I could shoot you. Legally. But your lady-friend would probably get all over my ass. So... I'm afraid you're comin' with us... whether you like it or not. (To Jill, pointedly) He's your responsibility, Valentine. See that he doesn't make trouble.

Jill looks at Chris.

CHRIS
You up to the challenge?

JILL
Try me.

CHRIS
(Snappy) I already have.

INT CRAWL SPACE TIMELESS

One by one, the members of ALPHA TEAM wiggle up into the crawl space above the ceiling. CHRIS climbs up behind JILL. OTHER TROOPERS are already away, following WESKER, who guides them with the help of his chart. Jill starts after them. Chris grabs her arm.

CHRIS
Jill, I...I'm sorry. I'm just... angry. When I...thought you were gone, I... Then...when I saw you. Alive. I realized that...

JILL
That you were still...fascinated.

CHRIS
Stop. *Stop!*

He pulls her into an embrace. She goes willingly.

CHRIS (cont.)
Come with me. We can get out of here.

JILL
(Tempted) I...I want to. I want... nothing more. But...I can't. When I'm in this uniform, I'm more than... just me. Try to understand...there's no "I" in "team", Chris.

CHRIS
There's no "I" in "dead", either.

Chris pulls away from the embrace and looks at her.

CHRIS (cont.)
I should order you to come with me. You'd never refuse an order.

JILL
You go. You're not part of this.

CHRIS
I'm part of it as long as you are.

BARRY (o.s.)
This is very uncomfortable.

Barry, having overheard, is halfway up through the grate.

CHRIS
For me, too, brother.

BARRY
I mean *this*...(indicating the iron that's pressing his belly.) It's very uncomfortable.

Chris and Jill help Barry up into the crawl space. The three start off after the troop. THE CAMERA TRACKS them.

BARRY (cont.)
This is gettin' old, Man, I swear. I been in this Army eighteen years.

CHRIS
Eighteen *years*?

BARRY
Yep. Two away from the big re-ti.

JILL
Desk job, right? Nobody lasts that long if they've seen action.

BARRY
I've seen action in Granada. And Desert Storm. Would have lost it all there...if my buddy didn't bring in a team, against orders, to pull my ass out. Buddy named...Wesker.

CHRIS
You've been with this asshole since...?

BARRY
Since before that. We were...kids together. Macon, Georgia. He's... only an asshole some of the time.

UP AHEAD: WESKER reaches a service ladder. He waves his troop on. They start to climb down.

VICKERS
Who knows what we'll find down there?

AIKEN
Think positive. The farther down we go, the worse it's gonna get. So... until we hit bottom, we're in good shape...relatively speaking.

GRRRAAAAWWWLL! Distant...but distinct...it sounds like the MGM lion.

SPEYER
What the *fuck?*

Again. GRRRRRAAAAAWWWWLLLL!

VICKERS
Whatever it is...it can't get us. We're in the *ceiling!*

AIKEN
Maybe it's like...really tall.

SULLIVAN
Aiken...

INT CRAWL SPACE LAB LEVEL "B" TIMELESS

The lead TROOPERS reach another section of the ceiling. Clustering around a vent, they look down into...

...the "B"-level lab, more streamlined, more high-tech than the one upstairs. There are large COMPUTERS, linked by metal-shielded conduits to jacks in the walls.

WESKER
Main-frame. Might have some data we could use. (A quick decision) Fox, Marini, Vickers. Down.

WESKER kicks out the vent. He jumps first, through the opening, down into the lab. CHRIS watches from behind.

CHRIS
The man has balls, I'll say that.

Wesker grabs a desk and pushes it under the vent. MARINI climbs down, followed by FOX. BRAD is last.

WESKER
Hustle it, Vickers. You're the guy we need. To cut into the network.

INT LAB LEVEL "B" TIMELESS

WESKER looks around. There are THREE DOORWAYS...open wide... with only darkness beyond. Wesker runs around closing them.

WESKER
Watch these entrances, guys.

FOX and MARINI take up posts. Brad lowers himself gingerly. He drops the last two feet onto the desk, landing on his bloody leg.

VICKERS
AAAAH! Shit.

He topples, falling to the floor, but pops up instantly.

VICKERS (cont.)
I'm alright. I'm alright.

He limps over and attacks the computer keys.

GRRRRRAAAAAWWWWWLLLL! Another distant snarl.

WESKER
Hold tight. It doesn't sound like it's on this level.

VICKERS
(At the computer) Shit. I'm locked out. Any clues for a password?

WESKER
Try..."umbrella".

Brad types rapidly, nervously. Flubs. Types again.

VICKERS
Nothing. Wait. I'm into... No. No data. Just some kind of video feed. Time-coded. Yesterday. It's a play-back. (Watching the screen) Holy *shit!*

We HEAR it before we see it. The sound of absolute PANIC. People SHOUTING! SCREAMING! THUDS and CRASHES! GLASS BREAKING! Then A WOMAN'S VOICE.

WOMAN'S VOICE (o.s.)
Please...please...if anyone is receiving this...

Brad limps around the desk and spins the monitor for the others to see. The WOMAN is an ORIENTAL. She's standing in the foreground, as Marcus was in the opening video. Behind her is a lab we haven't seen yet...with white-coated FIGURES...RUNNING...FIRING GUNS.

WOMAN (cont.)
...the situation is completely out of control. We...

WHAM! The woman is pushed out of the way by A MAN who is trying to protect her from...

...SOMETHING that BLURS past the lens, like a pendulum, from ABOVE.

In the next instant...SPLAT...the lens is COATED WITH BLOOD! As it oozes down, we see a partial image of the same MAN. His HEAD is OUT OF FRAME at the top of the screen.

The thing above must have a hold on it...because the man is DANGLING, his arms twitching. His back has three GOUGES in it, long and so deep that they might have been made by a piece of heavy machinery. We only see this for an instant... before the man is LIFTED, straight UP, with amazing SPEED.

Wesker clicks off the monitor. The other men instinctively look up above their heads.

FOX
Maybe the ceiling's not such a safe place, after all.

CRASH! The door behind Fox BURSTS open. Before he has time to react A ZOMBIE is on him, BITING his cheek, neck, shoulder. The two figures fall to the floor, grappling. Wesker can't get a clean shot.

WESKER
Scram! SCRAM!

Marini is first to reach the desk, but he helps the limping Brad up ahead of him. TWO MORE ZOMBIES lurch in through the open doorway. Wesker shoots them, but he sees MORE...can't tell how many...shambling toward the open doorway from the darkness beyond.

Wesker focuses on Fox, who is still being MAULED, BITTEN. Fox SCREAMS. Wesker still has no safe shot.

Brad is YANKED up into ceiling by SULLIVAN and AIKEN. CHRIS leans out of the opening, reaching for Marini.

Wesker KICKS the mauling zombie in the head. It takes three hard BOOTS to attract the thing's attention. When it finally looks up at him, Wesker BLOWS out its skull.

Fox is lying on his stomach, writhing, BLEEDING profusely from a half-dozen bites. Wesker stoops down, trying to roll him over, lift him up. Fox resists. He's gone insane.

Chris pulls Marini up to safety. BARRY leans down through the opening.

BARRY
Haul ass, boss!

The zombies are heading for Wesker. There are three of them. Barry shoots at the one in front. Misses. His second shot hits the thing's brain.

Wesker again tries to hoist Fox who, this time rolls over on his own. He has drawn his pistol. Before Wesker can stop him, he eats the barrel and BLOWS out the back of his head.

One zombie is dangerously close. Barry fires two more rounds. No head shot, but the zombie staggers and, though not dead, FALLS...directly toward Wesker. The colonel rolls on his back, kicking himself away, managing to get clear. He uses his own pistol to BLAST the zombie.

He scrambles to his feet, darts toward the desk, and jumps up. The third zombie grabs his legs. From above, Barry risks a dangerous shot. BLAM! Wesker hears the bullet WHIZZZ past his head like a mosquito.

The zombie is hit in the skull. It drops. There are MORE of them coming out of the darkness. Barry takes hold of Wesker and, with a single strong arm, pulls him up into...

INT CRAWL SPACE LAB LEVEL "B" TIMELESS

...the crawl space, where WESKER breathes heavily for a moment...then looks up at his old friend.

WESKER
That's...*two* I owe ya.

BARRY
One. We were all...'Even-Steven'.

WESKER
Two. Remember? `Even-Steven'...
is not in my vocabulary.

A horrible MOANING SOUND comes from below, in the lab. THREE MORE ZOMBIES can be seen clustering around the desk, dumbly trying to climb up, sensing the "food" above.

WESKER (cont.)
Let's move.

Wesker takes off. SPEYER, RODRIGUEZ, AIKEN and SULLIVAN are quick to follow. The others lag behind when CHRIS says...

CHRIS
Those things could get up here.
We can't let that happen. This
is our way out.

Chris swings his legs through the grate and JUMPS down...

INT LAB LEVEL "B" TIMELESS

...ONTO THE DESK. He BOOTS one of the ZOMBIES away and tries to LEAP over the others. One of them catches his foot in mid air. CHRIS isn't hurt, but he TOPPLES to the floor, sprawling, losing his Winchester.

The zombies have him cornered. He crawls toward his rifle. Reaches it. Pumps a shell into the firing chamber. Aims at the closest of the walking dead...

...which was once a young man, a simple laborer, wearing overalls, with a name tag...

CHRIS
(Reading) Caruso.

Chris looks empathetically into the thing's dead eyes.

CHRIS (cont.)
Can you hear me?

The zombie lumbers forward hungrily.

CHRIS (cont.)
Caruso! Can you <u>hear</u> *me?*

Chris has come late to the realization that these things were once human. Now he comes late to the realization... that they are human no longer.

The zombie grabs the barrel of the Winchester, pushing it aside. Chris can't bring it back to bear on the monster's head. He BLASTS a round through the thing's belly. It has no effect. The zombie reaches for Chris' throat. Starts to lean in to bite him.

BLAM! The thing's skull explodes. JILL has jumped down onto the desk. She FIRES another accurate pistol round. The SECOND ZOMBIE falls.

Jill leaps to the floor and starts to push the desk. Chris gets to his feet, rushing in to help her. Together, they shove the desk out from under the open ceiling grate.

CHRIS
Thank you.

JILL
Any time. How do we get back up?

CHRIS
Shit, if you didn't have a plan, you shouldn't have jumped down here.

JILL
We have a real problem here, Chris.

Jill nods toward the open doorway. There are more stuttering FIGURES approaching out of the dark.

CHRIS
How big *is* this place? How many people were *down here?* How...

JILL
HOW DO WE GET *UP?*

With a startling SOUND, A DARK SHAPE swings down from above and GRABS Jill! Is it the thing we saw on the video?

No. It's BARRY! His mighty arms lift Jill. She's caught by Aiken and Sullivan and pulled up to safety. Barry grabs Chris and lifts him as well.

INT CRAWL SPACE LAB LEVEL "B" TIMELESS

CHRIS grabs the edge of the grate and pulls himself up. He reaches back down through the opening. Below, BARRY squats...and makes a mighty leap with his muscular legs. Chris grabs his arms...and is nearly pulled back down.

CHRIS
(Straining) Big. Heavy.

Jill grabs on, then Sullivan. But one of the ZOMBIES has reached Barry. It GRABS his kicking legs. It's TEETH SNAP! And CATCH! The commandos lift Barry clear, but the zombie ends up with a CHUNK of something in its mouth.

JILL
It *got* you!

Barry checks his leg. His trousers are torn, but...

BARRY
No skin broken. I'm alright.

CHRIS
We owe you a pair of pants.

They crawl away. The zombies below reach up, their fingers clutching, at the ceiling, but with the desk gone, there's no way they can get up.

DISSOLVE TO:

INT STORAGE AREA TIMELESS

THE COMMANDOS climb down a steel access ladder into a storage room stacked with CRATES and CARTONS. There's only one door. The place seems secure.

WESKER
Stand down. Five minutes.

WESKER sits on a crate and pulls out his printed charts. Gradually the whole troop makes it down into the room. They relax. A few light cigarettes. But not SPEYER.

SPEYER
I'm through, Wesker.

MARINI
Me too, man. This ain't nothin'
I signed on for.

WESKER
(Calm) You want to wait here, fine.

MARINI
Wait here? No. We're gettin' *out!*

WESKER
You can't. (He flashes his access card.) Not without this.

SPEYER
Fuck you! And your fancy doors and your green *key!* The choppers have *rockets.* They can blow out a *wall* if they have to. I'm callin' `em in.

Speyer pulls out his radio and starts to punch a code.

WESKER
You wanna see a wall blow, I'll blow *all* of `em for ya.

Wesker reaches down to the electronic unit that he lost and retrieved in the woods. He pulls a long wire out of it, with a small sensor on the end.

WESKER (cont.)
I'll put a crater in this forest that takes out Racoon City and everything else for twenty miles...with this.

He jams the little sensor into his ear and pushes a button on the belt-unit. Small red LIGHTS blink.

WESKER (cont.)
It's a radio detonator...to set off explosives that are...buried underneath us somewhere. The ultimate containment measure. Incinerate the place. (Smiling again) It has a... dead-man mechanism....(he taps the ear-piece)...that reads my pulse. My heart stops, and...boom.

CHRIS
You...*lunatic!* That damn thing can slip out of your ear by *accident!*

WESKER
That's right. It's your job...all of your jobs...to see that it doesn't. And to see that my heart...doesn't skip any beats.

Wesker looks over the tops of his sunglasses...at Speyer.

WESKER (cont.)
Give me the radio, soldier.

Speyer hesitates. Wesker explodes, for the first time.

WESKER (cont.)
GIMME THE FUCKIN' RADIO, OR WE *ALL* GO UP!

Shocked silence. Sullivan is the first to speak.

SULLIVAN
Sumbitch might do it, Speyer.

WESKER
I'll be *obliged* to do it! If I don't get that antidote, I'll have to burn this place *out!* (Beat) Valentine. The radio.

Jill steps over to Speyer and takes the radio from him.

CHRIS
(To Jill) What are you, this guy's flunky? He just threatened to blow us all *up*, for Christ's sake!

JILL
That's what I'm trying to *prevent!*

EXT ARKLEY FOREST IN THE AIR DAY

WHAP WHAP WHAP...one HUEY is in the air. THE CAMERA MOVES IN on a window. LAGUARDIA is flying, his RADIO MAN beside him.

LAGUARDIA
How many digits did you receive?

RADIO MAN
Six. The beginning of an air-support code, but...it just went dead on me.

LAGUARDIA
Call S.T.A.R.S. in Washington. I want...

RADIO MAN
Hold it...

The radio man presses his headset to his ear. LaGuardia looks on apprehensively.

RADIO MAN (cont.)
It's Wesker. (Into mike) Yes, sir. We got the signal sir. (He clicks off) He says it was...a mistake.

LAGUARDIA
Call Washington anyway. I want the authority to take action if necessary.

INT OFFICE TIMELESS

BRRRING! The hand with the ostentatious RING snatches a red telephone receiver from of a desk drawer.

MAN WITH RING (o.s.)
Holden.

He listens. Once again, we don't see his face. Just his free hand, with another Monte Cristo burning.

HOLDEN (Man with ring, cont.)
Denied. This is Wesker's show. If he was in real trouble, we'd have lost half of Pennsylvania by now.

As the hand flicks ash, we see a sheet of paper on the desk with a letterhead that bears...an UMBRELLA LOGO.

HOLDEN (cont.)
No authorization.

EXT ARKLEY FOREST IN THE AIR DAY

In the HUEY, the RADIO MAN clicks off an incoming call.

RADIO MAN
No independent action.

LAGUARDIA
Damn. I feel so fuckin'...*helpless!*

The huey overflies THE MANSION which, from the air, looks as stable as the Rock of Gibraltar.

INT STORAGE AREA TIMELESS

WESKER has come down off his rampage. He looks exhausted. He also looks staunchly heroic as he speaks to his TROOP.

WESKER
You guys were hand-picked. A Special Unit. Most of you have been sitting on your asses, drawing pay checks for more than two years. Well...it's time to repay those...Government loans.

SPEYER
Bull shit. I'm not...

Wesker lifts his automatic. Speyer flinches. The action wasn't meant as a threat. Wesker is just checking his ammo.

WESKER
Pitch your empties. Put all your loaded clips on that crate there. I want a count. Then I want the rounds divvied up...evenly.

The troopers deposit their loaded clips, reloading the ones that are half-used.

WESKER (cont.)
Alright. We're on...(checking the maps)...level "C"...

AIKEN
Lingerie. Notions.

WESKER
GOD DAMMIT, NO MORE JOKES! We have men *dead* upstairs! This hell-hole is *full* of people who died...because of this stinkin'...*BUG!*

Jill has been counting the ammo clips.

JILL
Forty two.

SPEYER
That's all we *have?*

WESKER
We weren't expecting a war, Speyer. (To Jill) I'll take three. Three to your boyfriend...

CHRIS
Don't need `em. Got my own loads.

Wesker's eyes dart angrily toward Chris. But he notices Jill watching him...and he calms himself.

WESKER
Good. Then...we all get four clips.

SPEYER
They must have...weapons down here, somewhere. A powder magazine.

WESKER
No more side trips. It was a mistake to go into that lab upstairs. *My* mistake. And I'm not makin' another one. From now on it's straight ahead. In and out.

Wesker stands and opens the door. Outside is a SERVICE CORRIDOR with unfinished walls. Spaces between raw metal beams are stuffed with insulation. Wesker checks the jamb outside. It's got a lock mechanism. Blue.

WESKER (cont.)
Not an override. My key won't work here on the way out. Prop the door.

The troopers drag a heavy crate over to hold the door open. Wesker moves out. The commandos trickle after him. Chris holds Jill behind for a moment.

CHRIS
Jill...this guy is a Loony-Toon.

JILL
He's just...trying to get the job done. Doing what he *has* to do.

CHRIS
Yeah, well...I hope you'll say the same about me...when I do... what I have to do.

Chris turns and walks off. Jill follows him out into...

INT SERVICE CORRIDOR TIMELESS

...the corridor. They catch up with the TROOP which is clustered at a blind alley which has two doors.

WESKER
(Checking his map) It's not clear... which way to go.

RODRIGUEZ
Want me to flip a coin?

WESKER is annoyed by the remark. Decisively, he selects one of the doors and uses his green key card. With a BZZZZ, the lock releases. The troop enters...

INT SYSTEMS CENTER TIMELESS

...a vast ROOM, fifty-by-fifty yards. It's filled with HEATERS, AIR CONDITIONERS, WATER PUMPS. MAIN FRAMES for the internal computer network line one wall, FUSE BOXES and SWITCHER PANELS another. This is the systems center for the entire facility.

There's an attendant's desk just inside the door. AIKEN and SULLIVAN drag it over to prop the door open. It makes

a frightening SOUND as it scrapes the floor, echoing, bouncing around in the large space. It prompts a response... another of those animal-like SNARLS from somewhere in the distance.

SULLIVAN
What's that sound like to you?

AIKEN
A meat-eater.

There are thick columns, floor to ceiling, every ten feet. The spaces between them are very dark. It's hard to see. WESKER and some of the OTHERS click on their FLASHLIGHTS. Beams cut through dust.

There are ELECTRONIC HUMS. CLICKS and CHATTERS emit from the switchers, PINGS from the heaters, all combining to fray everyone's nerves. Light beams dance nervously as the commandos start out across the dark and frightening space.

CHRIS
(Softly to Jill) This is the heart of the whole place. They've gotta have it...protected somehow.

Two things happen, almost at once. First...CHRIS notices ELECTRIC EYES...on all of the columns.

CHRIS (cont.)
DUCK! HIT THE DECK!

Second...A ZOMBIE lurches around a corner and BITES a chunk out of MARINI'S face. JILL whirls around to shoot at the zombie, but Chris grabs her and FLATTENS her on the floor.

Marini, staggering, screaming in pain, triggers the first electric eye. LASER BEAMS shoot in all directions, forming a tight NET. Chris and Jill are barely beneath them.

Many of the other troopers are hit by the beams...which do no immediate harm...but wherever they make contact, small CYLINDERS above the electric eyes begin to HISS.

CHRIS (cont.)
FOR CHRISSAKE, GET *DOWN!*

The commandos duck under the laser beams...just in time. Jets of STEAM spout from the cylinders. It's not just *hot* steam. It's ACIDIC, deadly.

Marini is hit by it. His clothes IGNITE. His flesh BOILS. It's a horrible sight, but for the moment, the jets stop.

Marini is dead on his feet. When he falls, he trips another of the laser beams. The steam jets SPOUT again. The troop is beneath them, though many are burned by liquid drops that spit from the nozzles.

Amazingly, the zombie has avoided contact. But as it begins to stumble after commandos, we realize it's going to activate the sensors again.

SULLIVAN
There's no way *outa* this mousetrap!

RODRIGUEZ
So we live *here* now?

SPEYER
We gotta run for it.

The zombie hits one of the laser beams. The steam HISSES out again. The zombie is MELTED.

AIKEN
Bad idea, Speyer.

CHRIS
Down. Through these.

Chris has noticed a series of hinged panels in the floor.

VICKERS
Where do they go?

SULLIVAN
Does it matter?

Sullivan whips out a Swiss Army knife and goes to work on the screws that hold down one of the panels. Other troopers do the same.

Another ZOMBIE lurches out of the darkness. And ANOTHER.

Human hands work furiously, loosening screws. Panels come up, Troopers begin to duck through the openings.

A second zombie hits a red beam. STEAM again. Chris and Jill are spattered. Burned. But Jill bravely keeps working with her own issued knife. She gets a panel open. As she drops through, a third zombie triggers a burst of steam. Chris ducks and covers.

When the jets stop, Chris begins to climb into the opening, but one of his legs is GRABBED from behind by...

...one of the dead things which has already been MELTED!

Its flesh is bubbling. Bone is beginning to show. But the acid hasn't reached its brain yet. The creature is still alive.

Chris CRIES out. Acid from the zombie's hands is burning his leg. The thing's lips have been eaten away, making its teeth look frighteningly skeletal as it leans forward for a bite of flesh. Chris jams the stock of his Winchester into the zombie's mouth. He's able to hold the thing's head back, but he's stuck. He can't let go.

Jill pops up out of the floor. She presses the barrel of her own weapon into the zombie's forehead.

JILL
On three...

CHRIS
One...two...

Chris pulls his rifle away. At the same instant, Jill FIRES. The zombie is PROPELLED through the air. One of its flailing arms triggers another laser beam. Chris throws himself in on top of Jill as STEAM HISSES over them.

Twenty yards away, Wesker crawls under the cloud of acid. Just as he climbs down through one of the openings, he feels pressure...on his ear.

A groping zombie has accidentally hooked its fingers onto the wire that runs from the detonator to Wesker's ear-piece.

For a breathless moment, it seems like the sensor will be popped loose. Holding the pulse-reader in place, Wesker twists his body, lifts his hand gun, and PUMPS THREE into the dead thing's brain.

The zombie flops over, but its fingers cling, entangled, in the wire. Wesker plants his pistol barrel on the knuckles of the thing's dead hand. THREE MORE SHOTS cut through bone, removing the fingers from the hand. The wire is freed. Wesker dives into the opening in the floor.

INT AIR DUCT TIMELESS

The COMMANDOS find themselves in an AIR DUCT. No room to stand. Hardly room to sit.

Chris looks at his rifle stock. It's corroded from the acid in the zombie's mouth. Jill notices.

JILL
God...and it doesn't even stop them.

CHRIS
It's not meant to stop *them*. It's meant to stop...something else.

That distant SNARLING SOUND comes again, making Jill shiver.

The troop is strung out along the metal shaft. REBECCA crawls among them, treating the worst burns. WESKER checks his maps. SPEYER confronts him again.

SPEYER
We damn near got turned into Rice Krispies by that gizmo of yours. If you don't want me to nail that fuckin' thing into your ear, you deactivate it. Right now.

WESKER
I can't. They...fixed it...so you can't chicken out. The system can only be turned off at the main panel.

BARRY
Where the hell is that?

WESKER
Where the explosives are. Down... farther than we need to go. We only have to make it down one more level. If...*when*...we make it back up to the choppers...we can fly out of the detonator's signal range.

Chris calls out from the far end of the shaft

CHRIS
I'm not willing to rely on that. I live here, this is my *town!*

WESKER
The town's been evacuated. Just... just in case.

CHRIS
That explains the lie. About the plane crash. An airplane down... with weapons on board...would nicely explain a big explosion, wouldn't it? You figured all *along* you might have to ***blow*** this place!

WESKER
I don't want to do it. I...I hope I don't have to.

Chris looks down the dim air-shaft, unable to see Wesker's eyes, hidden by distance...and by his dark glasses.

WESKER (cont.)
That's the best I can do for you, kid. Good faith. Now...let's knock on it.

Wesker moves out. The troop follows.

CHRIS
I...I can't let this happen. I've got to find that bomb.

JILL
I'll help. Once Wesker gets what he wants, my obligation is over.

Chris looks at her with appreciative eyes.

CHRIS
No. I want you out. With the rest of them. Wesker won't push the button until you're clear.

JILL
He doesn't *want* to push the button.

CHRIS
He *has* to. Don't you see? He can't leave these labs here. And, Jesus... walking *corpses!* He's gotta get rid of the evidence.

INT AIR SHAFT TIMELESS

The light is dim at its best. Long stretches of the shaft are pitch black, and there's a constant stream of air that MOANS eerily. This whole mission has been like a descent into Hell, darker and more frightening with each level down.

There are turn-offs, "T"s and "Y"s. At one point, when JILL looks back, she finds ROSIE behind her. Chris is gone. Did he leave to deal with the bomb?

No, but he's about to. He's at the rear of the pack, pressed against the side-wall, waving others past.

JILL
Chris, no!

CHRIS
I've got to try and stop this.

Jill starts back toward Chris, but freezes...*everyone* freezes when...the duct-work starts to PING.

RODRIGUEZ
Shit. One thing after another.

BOOM! The air shaft is ROCKED, as if punched by a giant fist. Then...the whole structure begins to SHIMMY. What is it, an earthquake?

WESKER
Sit tight. Ride it out.

GRONK! A sheet-metal panel BUCKLES! Others do the same. All along the shaft, panels begin to FOLD INWARD. Something outside is CRUSHING the duct as if it were a giant tube of toothpaste. And the troopers are being SQUEEZED inside.

RIVETS POP! The panels begin to SEPARATE...and large, pulsing bits of FLESH appear! Not animal flesh. But the flesh of A PLANT! The things that press in through the openings are larger versions of the vines we saw in the kitchen. Those were its fingertips. These are its ARMS. Strong arms that are RIPPING the ductwork apart.

Chris, Rebecca, Aiken and Sullivan end up in one part of the shaft. The rest in another...including Jill, who calls out.

JILL
CHRIS!

The section that holds Chris' group FALLS AWAY...with a monstrous, CRUNCHING sound.

INT ARBORETUM TIMELESS

CHRIS' GROUP spills out of the dangling metal, with cables from the torn ceiling...TZZZZZT...SPARKING around them. The troopers drop out of Hell, into...PARADISE.

An enormous HOT HOUSE, a lush, indoor JUNGLE of PLANTS, IVIES, GRASSES. It's like a RAIN FOREST, complete with a thick, damp MIST that makes it difficult to see. We might be on another planet. None of the foliage seems indigenous to Earth. There are LEAVES the size of bed sheets, FLOWERS the size of armchairs. And at the center of it all, is the mother of the deadly vines...

...PLANT 42, a monstrous schefflera, twenty times normal size. Most of its limbs reach upward, where they have opened CRACKS in the ceiling and walls, to stretch on into the facility above. There are also dozens of shorter, beefier "arms", each of which act independently, like tentacles on an octopus...and each has a large, drooling POD at its tip.

INT RUNWAY TIMELESS

BURSTS OF GUNFIRE from three M-16s shatter our ears...and a ceiling VENT. WESKER and THE OTHERS jump down into...

...a very unusual CORRIDOR. It seems to stretch forever, in both directions. It has no doors, no visible means of exit or entry. The walls are made-up of multi-colored polymer TILES, whose irregular shapes fit together like a JIGSAW PUZZLE. The floor is HEAVY STEEL, though faceted. It seem designed to shift. The whole corridor looks like it might be able to bend, to change position, like an airport jetway.

There are disconcerting signs of damage...claw-like GOUGES on the tiles, clean cut HOLES punched through the metal ceiling, larger in diameter than any that might have been caused by bullets.

And there are smears of BLOOD everywhere, as if some terrible battle...or battles...took place here.

WESKER
This way. (He starts off.)

JILL
No. That way. Chris and the others...

WESKER
If they're dead, they're dead. If they're alive, they'll still be alive in twenty minutes. When we get back.

JILL
Maybe not. And how do we know it's only going to be twenty minutes? How do we know we'll be able to come back this way?

WESKER
We don't. But we'll do our damndest to try. This is it, guys. The home stretch. Let's go.

Wesker trots off. Vickers and Rodriguez follow. Speyer and Barry hang back...with Jill, who remains torn.

WESKER (cont.)
(Looking back) Valentine. You're on the clock! Fall *in*!

Jill wrestles with her emotions but, in the end, dutifully, she "falls in".

As the troopers move off, we hear odd SCRATCHING SOUNDS... with the high-pitched SQUEAL of metal-on-metal.

INT ARBORETUM TIMELESS

The beefy "ARMS" of PLANT 42 undulate overhead as CHRIS and his COMPANIONS look for an exit.

REBECCA
Th-this thing was no accident.
It was *cultivated!*

CHRIS
And it didn't rip out the ceiling
for the fun of it. Stay alert.

The plant seems to behave intelligently, with caution. The pods on its "arms" dart, almost as if sniffing...then pull back...like the vines in the kitchen, like timid animals.

Chris spots A DOORWAY.

CHRIS (cont.)
Here.

As the others follow him, one of the pods swoops down in front of REBECCA, and doesn't withdraw. It hovers there. Its follicle's open like jaws, which display serrated daggers of cartilage that look like teeth. Inside, a pulsing calyx emits a pistil that twitches and swells.

AIKEN
My mother made me eat vegetables.
I know `em all. This ain't one
of `em.

SULLIVAN
Aiken...

ANOTHER POD swoops down on Sullivan's back. Its BEAK clamps onto the flesh between his shoulder blades. It's PISTIL shoots out like a hypodermic needle, stabs him and, within the blink of an eye, SUCKS out every ounce of the man's blood. His skin turns the color of PARCHMENT, FLAKING OFF HIM like powder, as he dies.

AIKEN
Sullivan! JESUS, *SULLIVAN!*

Aiken rushes to his buddy's side.

CHRIS
Get out of the away!

Chris launches himself off a stone retaining wall around one of the gardens. Leaping up, he grabs one of the SPARKING CONDUITS and pulls it down.

CHRIS (cont.)
Get *OUTA THERE, AIKEN!*

Chris ends up having to shoulder Aiken out of the way. Tendrils from the plant very nearly get both of them, but Chris manages to JAM the semi-rigid conduit into a pool of sprinkler-fed WATER around the plant's roots.

A BRIGHT CURRENT stutters through every vine. The plant SHRIEKS, hideously, as electricity causes fluids to SQUIRT from boils that develop on its flesh, down along its "arms", and into its blood-sucking pods...which FLOP, lifeless, to the floor, with the same sort of liquid SMACKS that human skulls might make.

AIKEN
They...they killed Sullivan. The bastards...whoever *did* this shit... they *KILLED SULLIVAN!*

Enraged, Aiken draws a long-bladed KNIFE and wildly attacks the remains of Plant 42, slashing at the thing's dead limbs, not stopping until he cuts into...

...something that looks like a vine...but BLEEDS RED!

Aiken traces the thing with his eyes, up to where it's coiled in high tree branches. It's the oversized body...

...of A COPPERHEAD, with a belly SIX FEET in diameter.

As Aiken gasps, spellbound, he's STRUCK from behind.

The snake is so long, its body is draped on one side of the greenhouse, but its head is on the other. With the power of a dozer-shovel...JAWS like the open hood of a Cadillac... TEETH the size of windows...CLAMP onto Aiken's mid-section, instantly CRUSHING his ribs.

Chris finds a skein of ROPE. He throws the long end over a ceiling beam, then instantly makes a LASSO out of the piece in his hand and tosses the loop at the snake's head.

Aiken's body, in the serpent's jaws, makes the rope miss. Chris throws again. In the seconds between tosses, the snake has SLURPED Aiken into its mouth. The rope encircles the beast's head. Chris pulls. The noose slips down over the snake's maxillaries and tightens around its neck. Chris uses all his strength. With the ceiling beam as a pulley, the snake's head is SLAMMED against the rafters.

CHRIS
(To Rebecca) Hold this.

Rebecca is, understandably, not quick to respond.

CHRIS (cont.)
GET IN HERE, SOLDIER!

In this crisis, Chris finds himself sounding a lot like Wesker. It sobers him. It sobers Rebecca, as well. She rushes in and takes hold of the rope.

Moving fast, Chris rushes to where Aiken's knife dropped on the floor. He grabs it, turns back, and sees...

...something MOVING inside the snake's beaded torso. It's Aiken...still alive.

Chris charges, PLUNGES the knife into the beast, hacking through layers of fat until he reaches a bloody CAVITY.

Aiken is curled within, like Jonah in the Whale. His chest has been crushed to half its normal size. Acids from the monster's intestine have begun to eat the flesh on his hands, his face, but he's still conscious, able to wheeze-out words.

AIKEN
K-kill me. S-Sullivan said...I'd be...better off dead. That...ain't never been truer than now. ***Kill*** me!

The snake uses all its strength to lower its head from the ceiling. Rebecca hangs bravely onto the rope, but she's LIFTED, bodily, off the floor.

The rope SNAPS, cut by the steel beam. Rebecca falls. The trailing edge of the noose catches on twisted debris. It delays the snake for two seconds.

Those fragile seconds give Chris just enough time to reach into the open belly of the monster...and pull the PINS on TWO GRENADES that dangle from Aiken's vest.

The giant copperhead SNAPS at Chris from behind, missing him by inches. He dives, like a wide-receiver reaching for a pass. What he catches is...

...Rebecca's arm. His momentum carries her down to the floor. They roll behind another STONE WALL that contains tons of earth, which protects them from...

...BOO-BOOOOOM!...the explosions of the grenades...which blow Aiken...and yards of the snake's mid-section...into eternity.

INT CONFERENCE ROOM TIMELESS

The same nervous HANDS that we saw in the opening fidget on the polished surface of the conference table. A distorted VOICE scratches over a speaker-phone.

VOICE ON THE PHONE (o.s. filter)
We're close. I think I'll be able to get the package. It's been... very interesting.

VOICE IN THE ROOM
Anything you can't handle?

VOICE ON THE PHONE (o.s. filter)
(Chuckling) There's nothing I can't handle.

A hand with an ostentatious RING flicks cigar ash.

HOLDEN
Keep us appraised.

Holden's hand clicks off the speaker-phone.

HOLDEN (cont.)
(To the others in the room) I'm reassured, gentlemen...that everything is...under control.

INT RUNWAY TIMELESS

WESKER, alone in the strange, faceted corridor, packs away his radio. He hears...FOOTSTEPS. JILL appears.

WESKER
Where are the others?

JILL
Right behind me. Were you... talking to someone?

WESKER
To Washington. To my...superiors. They're your superiors too, Valentine. Don't forget that.

Jill wonders. Should she challenge Wesker? She has no time to think. More FOOTSTEPS come CLACKING at her back. It's RODRIGUEZ and SPEYER. A moment later, BARRY and VICKERS appear from the opposite direction.

BARRY
Nothin', man. No doors. Nothin'. We hit a dead end.

SPEYER
Us too. Cement wall.

VICKERS
We're *never* gonna get to that lab.

TCHUNG TCHUNG TCHUNG...a sound like a rivet gun resounds in the corridor, repetitive, but random, not rhythmic.

INT ELECTRIC TUNNEL TIMELESS

CHRIS and REBECCA are crawling through a two-foot high feeder-passage for electric cables, their bellies scraping the floor, their backs the ceiling. They hear the sound...

...TCHUNG TCHUNG TCHUNG! Then suddenly...it stops.

REBECCA
(Crying quietly) I...can't take this any more.

CHRIS
We take what comes. That's the secret of our genius.

He looks back. Rebecca sniffles.

CHRIS (cont.)
How old are you?

REBECCA
Not very old at all. Not nearly old enough to...to...

CHRIS
None of us is old enough for that.

Rebecca nods, forcing a smile meant to be appreciative.

REBECCA
Jill...told me...you were nice.

CHRIS
She did? She never told *me*.

That sound returns...TCHUNG TCHUNG TCHUNG...getting louder.

INT RUNWAY TIMELESS

Down in the corridor, the other TROOPERS see...

...faintly in the dusty reaches of the dark...AGILE SHAPES advancing...not along the floor, but along the CEILING! They look like apes, swinging from... What could they be swinging from? The ceiling is solid metal.

CLOSE ON: A MONSTROUS HAND, both hairy, and scaly. It's fingers have ten-inch claws...more like horns...which PUNCH upward, penetrating the ceiling metal, and clamping on.

THE SHOT WIDENS to reveal A BEAST, unlike any we've seen, dangling from the ceiling. It *is* ape-like...and lizard-like. With ferocious eyes that glare from beneath an insect-like carapace. This thing is an amalgam of all the nasty creatures that have pursued us in our nightmares. It's called...A HUNTER.

There are SIX OF THEM...as far as we can see, there might be more coming from behind. Their three-toed feet also have claws that can pierce the ceiling, enabling them to move forward...hand over foot, foot over hand.

One of them lets out a GRRROWLLLL! The same sound we've been hearing through the walls. Now it echoes in the corridor, up close and personal. The troopers open fire, even before the creatures get in range.

INT ELECTRIC TUNNEL TIMELESS

CHRIS and REBECCA hear the gunfire.

CHRIS
Hurry.

Chris crawls on. Rebecca is stopped when...TCHUNNNNGGG! One of the HUNTERS' CLAWS PUNCHES up through the floor, almost stabbing her. Rebecca SCREAMS. In the tight space, Chris is barely able to reach back and take her hand.

TCHUNNNNGG! TCHUNNNNGG! More CLAWS penetrate the metal. The couple plunge ahead of them, the way Chris plunged ahead of the bullets on Level "A".

INT RUNWAY TIMELESS

WESKER, JILL and the OTHERS spit lead at the advancing creatures. Bullets THUNK into their bodies. Blood flows, but the creatures seem to feel no pain. Even when they're hit squarely in their skulls.

BARRY
Head shots. Ain't doin' nothin'!

WESKER
That was the idea.

BARRY
What idea?

WESKER
To win. The idea was...to win.

Jill aims at one of the hunters, pressing the trigger of her M-16, and not letting go until her clip runs out. The creature's head is turned RAGGED by the barrage... revealing an iron SUPERSTRUCTURE beneath the skin.

VOICE (o.s.)
Now *that*...is a metal-head.

Jill looks up. CHRIS jumps out of the open grate in the ceiling. REBECCA jumps down after him.

CHRIS (cont.)
What d'ya think? Should I wait for orders, or just wing it?

JILL
Wing it!

CHRIS
You know...that just might be the ticket. *Wing* the fuckers.

Chris takes a careful SHOT with his Winchester. He hits one of the Hunters squarely on its WRIST...which SNAPS. The creature drops to the floor.

CHRIS (cont.)
Forget the head shots. They're useless. Shoot for the joints. The JOINTS!

Rebecca opens FIRE with Aiken's M-16, giving the others time to reload. Barry is the first to resume firing...at the closest of the Hunters...at its wrists, which are SNAPPED by the bullets. The creature drops to the floor.

The troopers fire at KNEES, ANKLES, ELBOWS, which seem to be the weakest spots. More of the hunters drop from the ceiling...but they continue to advance, crawling, pushing themselves forward with whatever limbs remain intact.

SPEYER
Run! We slowed `em down. *Run!*

BARRY
Where? As far as we'll get, either way, is a cement wall.

There are two hunters left on the ceiling. One of them makes a mighty, impossible LUNGE...and hits Speyer like a battering ram, slashing his CHEST OPEN with its claws.

Two of the hunters on the floor rush forward, not attacking, but wanting to feed on Speyer's remains.

Brad, trembling, completely crazed, drops his weapon and backs away. He sees...one of those jigsaw tiles, a RED one, GLOW from within. He thinks he's hallucinating until...

...the floor JERKS, in a tight spasm. Its steel facets begin to separate, sliding away from each other. The troopers narrowly escape as...

...the floor behind them GRINDS, in and out, left and right, as if it were CHEWING. Speyer's body, and those of the hunters on the floor, are EATEN by the powerful steel blades.

But one hunter remains above it all. TCHUNG TCHUNG TCHUNG, it continues to advance along the ceiling.

An invisible, JIGSAWED DOOR glides open twenty yards down the hall. The troopers run for it, and are met by a beautiful Asian scientist...the woman we saw on the video playback...ADA WONG.

ADA
You lost a man. If I had only been faster. I was unfamiliar with the mechanism.

TCHUNG TCHUNG...the Hunter approaches.

ADA (cont.)
God. One of them...is still... Quickly. Inside. *Quickly!*

The troopers rush into...

INT CUBICLE TIMELESS

...a security cubicle. CHRIS is the last to enter, barely making it before the door begins to slide shut.

KA-TCHUNK! CLAWS penetrate the opening.

ADA
Don't worry, it's mindless. It doesn't realize that it's strong enough to push the door open.

BARRY (cont.)
Sometimes the dumb get lucky.

RODRIGUEZ
Hasn't happened to me, yet.

The Hunter GROWLS. Its snout darkens the space between door and wall. Mucous from its nostrils spits through.

After a terrifying moment, the claw recedes. The dark snout disappears. The snorting fades away. Followed by a distant...TCHUNG TCHUNG TCHUNG...as the hunter departs. Everyone relaxes, visibly.

The troopers turn and, for the first time, notice two haggard SCIENTISTS standing across the room.

ADA
My...colleagues. Benjamin. Toshiro. As far as we know, we are the...only ones...left alive. We worked on "C" level. One of the biologists saved us. Brought us down here. He knew that... he didn't have long to live. He... started the mechanism...out there, in the corridor...and he let it... take him.

Ada stares at a complicated control panel.

ADA (cont.)
I only saw it used that one time. Or perhaps...I would have been faster. The man...you lost...

RODRIGUEZ
You did fine, lady. We're obliged.

ADA
As are we. (Sighing) We believed... we would die here. Believed...the bomb would destroy us.

JILL
You knew...about the bomb?

ADA
The end for a place like this, when it fails...*must* be a bomb, yes?

Jill looks at Chris. His point has been proven.

ADA (cont.)
But now...that you are here...the bomb will not come.

CHRIS
It...already came. ma'am. We brought it. The colonel, here... he's *wearing* it.

Ada looks at the detonator on Wesker's belt, at the sequence of blinking lights.

ADA
(To Wesker) Is it true? Are you here to...rescue? Or destroy?

WESKER
Both. (With that odd smile of his) If I have to pick only one...I'll pick destroy.

ADA
You're not S.T.A.R.S. You're Umbrella.

WESKER
Once again. Both. (Still smiling) Two salaries. Three if you count combat pay.

Ada looks at him with disgust.

ADA
The man I loved, John Marcus... developed the organism that caused all this. He...he did it for humanitarian purposes. It was taken away from him...for *in*-human purposes...by men like *you!*

WESKER
No, ma'am. Men like me...are just errand boys. Sent in to do the wet-work. All of the glory. None of the benefits.

ADA
After what you've seen down here, do you think any of it could be turned into...benefit?

WESKER
Yes. I think it could be turned into five or ten million dollars. How do we get into "D" lab?

ADA
Death lab. (She slumps) John was killed...never even knowing it existed. They kept him...isolated, upstairs, while a separate team was down here...*corrupting* his research. Using it to build B.O.W.s.

CHRIS
B.O.W.s?

ADA
Bio-organic weapons.

REBECCA
The sharks. The plant.

ADA
Early experiments.

CHRIS
The snake.

ADA
A failure. Its behavior remained reptilian. All they could ever get it to do was...grow in size.

RODRIGUEZ
Those dogs. *They* were weapons.

ADA
No. They...simply became infected. As did...everyone else. Janitors. The cook. Electricians. Guards. People who believed they were serving their flag. Scientists. Great minds... turned into mindless...*ghouls!*

CHRIS
Before the outbreak, the experiments went further, didn't they? Those... ceiling-crawlers out there...

ADA
The product of human DNA spliced with the DNA of vicious carnivores... animals, even insects. Plated with armor, beneath newly cultivated skin. Then...injected with poison, so their biological components would die.

JILL
Die.

ADA
The "T"-virus reactivates them in a matter of minutes, but...in battle, lost minutes are...inconvenient. So, the B.O.W.s had to die...and be allowed to revive before they could be used to... full advantage. They were *murdered*... by their own people...so they could never be murdered again...by the enemy.

CHRIS
Were any more of these...weapons... developed?

Ada is about to answer, but Wesker interrupts.

WESKER
HOW DO WE GET INTO *"D" LAB?*

ADA
You don't.

Ada glances at an innocuous wall panel. Wesker notices a key-slot. Green.

ADA (cont.)
It can't be opened. Thank God. None of us is cleared for that level of security.

WESKER
How fortunate...that I am.

Wesker steps over to the wall and inserts his green card into the slot. The panel slides open. Beyond it is a steel door with another green slot. Wesker uses his card again. A lock CLICKS. Wesker pushes the door open.

WESKER (cont.)
Barry. Come with me. The rest of you...make sure this door doesn't close. Remember...

Wesker taps his ear-piece. Everyone gets his meaning. He and Barry disappear through the opening. The steel door begins to close. Rodriguez lunges, and catches it.

ADA
Have...you been leaving doors open?

JILL
Yes.

ADA
This place is going to be overrun by...

REBECCA
Brad's in really bad shape.

Brad is leaning against a wall, sweating, shivering. Rebecca looks at his wounded leg.

REBECCA (cont.)
That's not just a scrape. You were bitten, weren't you?

VICKERS
One...of the sharks. Its teeth. I just...brushed up against its teeth...after it was dead.

ADA
(Alert) Shoot him. Somebody, *shoot* him!

JILL
No! We're so close. The antidote.

INT STAIRWELL TIMELESS

WESKER and BARRY trot down a flight of metal stairs.

BARRY
What's got into you man? This... this isn't like you.

WESKER
Oh, yes, this is *exactly* like me.

Until now, Wesker has been steadfast. He suddenly seems nervous, anxious. Some of it is fear. Most of it is anticipation of the goal which is suddenly within reach.

WESKER (cont.)
This is...what I've been all my life. A guy...suckin' up to the honchos. Wipin' the shit off their *asses*... all the while lookin' for a break. A way to get some of my *own!* Well this is it, friend. I'm myself, alright. And I know *exactly* what I'm doing. I told you...before this day was over...I'd pay you back.

INT CUBICLE TIMELESS

CHRIS and JILL step past RODRIGUEZ. They take off down the stairs.

As they leave, ADA opens a desk drawer and pulls out a .45.

RODRIGUEZ
(Looking at the gun) You know how to use that thing, chica?

ADA
Of course I do. I'm a scientist.

Ada CLICKS back the bolt, whips up the .45, and aims it at BRAD'S head. REBECCA dives in front of the man.

REBECCA
No! You *can't!* Not while there's still a chance to save him!

INT SAFETY CHAMBER "D" LAB TIMELESS

WESKER and BARRY arrive at a set of PLEXIGLASS DOORS. They can't see through them, they're FOGGED. Wesker finds a key-slot, inserts his access card, and...

...WHOOSH...the doors open. A CLOUD OF HYPER-COLD MIST rushes out, instantly coating the men in FROST. Wesker doesn't feel the cold. He doesn't feel anything, except a surge of triumph. He steps through the opening into...

INT "D" LAB TIMELESS

...a laboratory that looks like the cockpit of a Concorde... only a hundred times larger. Nothing is recognizable, except desks that hold futuristic-looking computers. A befuddling array of BUTTONS, SWITCHES, stuttering LIGHTS, covers every inch of wall space.

And at the center of it all stands a tall, cylindrical TANK, a stasis tube, filled with ICE. It's mounted on a six-foot tall platform, like an altar, with cables and flexible tubes running out of it. Wesker squints, and through the freeze, sees the thing that stands sedated within the cylinder...

...THE TYRANT. It's nine feet tall. Like the hunters, it has more or less human form, though it's musculature is more defined than Superman's. One of its arms is scaled to size, but the other is much longer. Its hand dangles at knee-level. Monstrous steel CLAWS depend from its fingers, nearly touching the floor.

WESKER
(In awe) It's called...the Tyrant. Nobody knows it exists. Except us... and Holden.

BARRY
Holden?

WESKER
Umbrella's man in D.C. We need him. He signs the checks. (Excited) We've *got* it, Barry! Our *fortune!*

BARRY
You're not gonna try to get this big mother *outa* here?

WESKER
Don't have to. All we need is the data. Then...these things can be cranked out on an ***assembly*** *line!*

Laying down his automatic, WESKER hits computer keys until a DISK pops out of a master-feed.

WESKER (cont.)
YES! This is *it!*

BARRY
What about the antidote?

WESKER
Antidote? (Laughing) There *is* no antidote. That was just happy horse shit, to keep the team going.

Neither man notices...that the removal of the master disk has caused certain systems to fail...indicated by red lights, and by the fact that...the walls of the Tyrant's cylinder are beginning to run liquid sweat. The ice...is MELTING.

BARRY
You're gonna give this to Umbrella?

WESKER
No. I'm gonna ***sell*** it to them. Then I'm gonna open a Swiss bank account... right next to yours.

JILL (o.s.)
God...***damn!***

JILL has appeared in the doorway with CHRIS. They both stare at the monster with awe...and terror.

JILL (cont.)
That thing...can't be *real!*

WESKER
It's real, alright. And it's worth... more than gold. More than *uranium!*

RODRIGUEZ
Do we get a piece of that action?

ROSIE has arrived. So have REBECCA, ADA, and the two surviving SCIENTISTS.

WESKER
All of you do. Anyone who comes out of this alive...gets a taste.

RODRIGUEZ (o.s.)
I'm in. I been eatin' shit all my life. I'm happy to eat some more... as long as it's got some gravy on it.

Rosie steps into the lab, her weapon ready.

WESKER
Anybody else see it my way?

One of the scientists, TOSHIRO, rushes to join.

ADA
(To Toshiro) You *disgrace* yourself!

TOSHIRO
I...I want to live.

WESKER
Smart. Anyone else? Valentine?

Jill looks at Chris. Then she steps through the doorway and takes a defensive post beside her C.O.

CHRIS
And I was gonna try to disarm the bomb. This place *should* be destroyed! It ***needs*** to be destroyed!

Chris lifts his rifle. Wesker is faster with his pistol, aiming it at Chris' belly.

WESKER
Gotcha, son. It's only because of Valentine, here, that I didn't squeeze the trigger.

Chris and Jill exchange dagger eyes.

CHRIS
If she's on your side...she doesn't mean shit to me. And I don't mean shit to her.

JILL
Chris, please. There's only...one way to go, here.

WESKER
That's right. *My* way!

JILL
Yes, sir. Your way!

Jill presses in close to Wesker, as if completely allied.

JILL (cont.)
I...can't yell you, Chris...how much I wanted...things to have turned out differently. (Beat) Goodbye.

Swiftly, unexpectedly, Jill snatches the detonator wire and pulls the sensor out of Wesker's ear.

Everyone shuts their eyes, expecting to be blown sky-high.

Nothing happens.

Jill pulls the detonator off Wesker's belt. She stares at a small LED screen which reads...14:42:16...15...14...

JILL (cont.)
Shit. I got all my courage up... and we still have fifteen *minutes!*

Jill tosses the detonator to Chris. Wesker turns on her, lifting his M-16.

BARRY
You shoot. I shoot, boss.

Wesker turns to find Barry's weapon aiming at his belly.

BARRY (cont.)
Shit...here I am still callin' you `boss'.

Wesker is holding the data-disk. Suddenly, he feels it snatched away...by Ada, who has rushed into the room.

He aims his weapon at her back as she darts away. Before he can fire, he's KICKED in the head...by Jill. Buckling, dazed, he looks up at her.

JILL
We believed in you. *I* believed in you. Boy, was I a sucker.

She kicks him again, just for the hell of it. He flops on the floor, his eye-socket swollen. He's dropped his gun. He gropes for it. Barry steps in and boots it away.

A KLAXON SOUNDS! Emergency!

The ice in the Tyrant's tank has melted down to a critical level. The monster...is beginning to MOVE.

Reaching the doorway, Ada hears a mechanism TRIP in the jamb. The plexiglass doors begin to slide shut. Ada strains to hold them back.

ADA
Get out! Now! Or you never will!

RODRIGUEZ
So...we'll live *here!* (Glancing at the Tyrant) No. The landlord looks like a sonuvabitch.

Rosie rushes in to help Ada hold the doors. So does BENJAMIN, the second of the surviving scientists, who is...

...MAULED from behind by a ZOMBIE. It's not just any zombie. It's BRAD VICKERS, back from death, who BITES out the artery in Benjamin's neck.

ADA
I TOLD YOU...TO SHOOT HIM!

Ada lifts her .45 and blows Vickers away. She looks down at Benjamin, writhing on the floor, aims at his head...and FIRES again.

Rodriguez is the only one holding the doors. Jill rushes to help her.

JILL
Everybody! OUT!

CHRIS
(Off the LED) Thirteen minutes.

Inside the lab, Barry turns to Toshiro, the other scientist.

BARRY
Go.

Toshiro hesitates...a second too long. KRAAASSSH! The stasis tube BURSTS open. WATER and bits of ICE fly out... along with an enormous, bionic HAND. Big enough to grab Toshiro's head as if it were a cantaloupe. Powerful enough to CRUSH that head as if it were...well, a cantaloupe.

Wesker, still searching for his pistol, sees all this.

The Tyrant is not completely free. Much of the cylinder wall has cracked away, but sections of it cling to a now misshapen mass of ice that still holds the monster bound. Though it won't for much longer.

Wesker starts toward the door. Barry grabs the back of his shirt and pitches him across the lab.

BARRY (cont.)
You and me...we ain't goin' nowhere. Not just now, boss.

Barry turns to the others clustered at the doorway.

BARRY (cont.)
This thing gets loose, it's gonna be pissed. Somebody's gotta hold it back. Give you guys a fair chance.

JILL
LOOK OUT!

Wesker has found his pistol. He FIRES at Barry who, ducking, is only GRAZED. Wesker aims at the group in the doorway. Barry pops out from behind a desk and shoots back at him.

Ada and Rebecca duck away from the doors, pulling Rodriguez and a reluctant Jill after them. The doors begin to slide closed. Chris valiantly tries to prevent them from shutting.

Wesker CRAWLS like a dog. He manages to fling an arm out through the opening. Steel bumpers press on the meat of his forearm. Wesker looks up. Through the plexiglass, his eyes meet Chris'.

WESKER
Get me outa here, Redfield. Or so help me God, you're a dead man.

With his free hand, Wesker aims his pistol at Chris. The gun barrel is an intimidating sight, even though its on the other side of the plexi. Chris glances at the others.

CHRIS
Get going.

JILL
Not without...

CHRIS
MOVE!

Ada, Rebecca and Rodriguez wrestle Jill away bodily, and start up the metal stairway.

WESKER
COME BACK! RODRIGUEZ! VALENTINE! THAT'S AN *ORDER!*

CHRIS
Orders don't mean shit any more, Wesker. Especially when they come from sell-out bastards like you.

Chris lets go. The doors squeeze tighter. Wesker SCREAMS.

Through the plexi, Chris catches a glimpse of Barry, who stands and gives him a military salute. Chris salutes back.

BLAM BLAM BLAM...Wesker FIRES three rounds. Dusty blemishes appear on the bulletproof glass. The slugs ricochet back into the lab.

One of them CHIPS away at the ICE which is less and less able to contain the Tyrant.

Chris makes a break for the stairs. Wesker twists his body in an attempt to push his pistol through the opening, but his fist, around the stock, is too thick. Nonetheless, Wesker FIRES. BLAM BLAM BLAM... bullets SCREAM off the bannister rails, but none of them contact Chris' legs which disappear up the stairs.

The ice in the stasis tube is turning to slush. The Tyrant is about to break loose. Wesker looks pleadingly at Barry.

WESKER
B-buddy. You gotta get us out.

BARRY
Not sure I know how, boss. Do you? Is there some other...'need-to-know' secret for shutting down the Big Bopper, here?

WESKER
No. It...it *can't* be shut down.

BARRY
The ultimate warrior. The ultimate soldier. We'll see. How it does against a couple of hard-ass career guys, like you and me.

WESKER swings his free arm and aims his pistol at BARRY. CLICK! The gun is empty.

INT CUBICLE TIMELESS

The ESCAPEES arrive in the security cubicle.

ADA
The corridor outside...can be moved.

Ada rushes over to the instrument panel. Her hands go to work on an array of buttons and switches.

INT RUNWAY TIMELESS

The multi-faceted CORRIDOR TWISTS into a new configuration with the RUMBLE of an "eight" on the Richter.

INT CUBICLE TIMELESS

ADA
You won't come out in the same place. But you'll find a freight loader that can be accessed with...

JILL
...a blue key. I hope.

ADA
No. Not blue or green. Red.

Ada pulls a RED KEY from under her lab coat, snaps the chain on her neck, and holds it out to Chris.

ADA (cont.)
I took it from an Umbrella agent assigned to us here. He died... like all the rest.

CHRIS
Red...overrides green.

ADA
Yes.

CHRIS
So...you *could* have unlocked "D"-lab.

ADA
I was hoping it would never be unlocked again. Go. I will see that this...(she holds up the data disk)... is destroyed.

Chris grabs Ada's arm and holds it tight while he wrenches the disk away from her.

He folds it over onto itself, drops it to the floor, and pumps three Winchester rounds into it.

CHRIS
It's destroyed. It's *worthless*. But you're not.

ADA
I helped *develop* it!

CHRIS
Unwittingly. They lied to you. They lied to Marcus. They made you believe you were doing a good thing when it wasn't good at all. It was *evil!*

Ada looks deeply into Chris' eyes.

CHRIS (cont.)
The kind of evil that...resides in all of us. Makes us...greedy, uncaring. The kind of evil that will...wipe us *out*, in the end. Unless we stand up against it.

ADA
Stand up? Against powers that have... ruled the world since before we were born? We will only be...eliminated. Or locked away someplace else. I'd rather die here. Knowing that the virus has died with me.

Jill takes a step toward Ada.

JILL
What if it's already spread? You're the only one...who knew anything about it.

ADA
(The thought penetrating) But, I... know so little.

CHRIS
More than anyone else. You have... a responsibility.

JILL
To a higher command. The highest.

She and Chris touch eyes again, this time with understanding.

INT "D" LAB TIMELESS

THE TYRANT flexes its monumental muscles. The ice around it CRACKS...but clings. The giant HEART dangling outside its chest PUMPS rapidly...sending fluids through exposed synthetic veins that run to the creature's brain.

BARRY
That's one helluva big pump.

WESKER
An implant.

BARRY
From what? A fuckin' elephant?

WESKER
Rhinoceros.

BARRY
Shit. I figured you knew more than you were telling.

Barry FIRES at the encased organ. His bullets bounce off the shielding with no effect.

BARRY (cont.)
How do we ***kill*** *this thing?*

WESKER
I *told* you, we don't. W-we can't. It's *unstoppable!*

KRAK! More ICE pops off the monster's pectorals.

INT RUNWAY TIMELESS

CLOSE ON: ADA'S face.

ADA
I don't know if I can face this.

She and the ESCAPEES are no longer in the cubicle. They're in the runway.

CHRIS
Just get us upstairs. I'll take care of it from there.

ADA
Alright. (With a sigh) Come.

They break out, at the run, klacking along the faceted steel floor of the movable...and still moving...corridor.

KRUNNNGGG! They're nearly knocked off their feet when the system suddenly STOPS DEAD.

Ada slams her fist into one of those JIGSAW TILES on the wall. Another RED one, which glows from within.

A PANEL grinds open, revealing...

INT FREIGHT CORRIDOR TIMELESS

...a more natural-looking corridor. Half-way along, there are STEEL PRONGS that protrude from a wall. The group starts toward them...but stops when a soul-shriveling SOUND fills the passageway...the hungry MOANING of things that are dead.

ADA
Doors...were left open.

INT "D" LAB TIMELESS

The TYRANT BREAKS free of the last bit of restricting ice.

WESKER FREAKS. Whimpering, he gropes with his hand that's outside the plexiglass doors. He grabs something. A BOOT. Brad Vickers' boot. Wesker tugs on it.

BARRY opens fire on the Tyrant, full bore, with his M-16. The stream of bullets does nothing except make the monster notice the big man.

INT FREIGHT CORRIDOR TIMELESS

THE ESCAPEES run down the corridor. SHAPES appear at the far end. ZOMBIES! Twenty. Thirty. Forty. More. The walking remains of humans who were infected in the labs, crawling over each other, hungry for living flesh.

The humans reach the FREIGHT LOADER. Prongs, like those on a fork lift, extend from a heavy chain-drive that runs up and down through openings in the floor and ceiling.

ADA swipes her red key through a slot and pushes a button. The chain-drive GRINDS upward, hoisting the prongs.

ADA
Step on.

Ada pushes REBECCA onto the next set of prongs that come up out of the floor. The footing is precarious. Rebecca has to hold on to the chain as she is hoisted.

The lift moves slowly, eight feet separating each set of prongs.

The ghouls continue to press in.

JILL
I don't know if it's gonna happen.

RODRIGUEZ
Come on. I been waitin' all *day* for somthin' like this.

Rosie opens FIRE. Chris and Jill follow suit as Ada steps onto the next set of prongs.

Blood FLIES. Skulls SHATTER. Front ranks drop. Zombies from behind push their fallen comrades ahead of them. The corridor is like a syringe filled with corrupted bodies, pushing inexorably forward.

Rosie, teeth gritted, keeps firing while Chris forces Jill onto the next set of prongs. As she rises, she hands her M-16 to Chris. He slings it on his arm while levering his old Winchester, making each of his shots count, until the next set of prongs rises out of the floor.

CHRIS
(To Rosie) You're up.

RODRIGUEZ
I'm havin' too much fun. You got a lady. I just got me. Anyway... I ain't gonna die in this rat hole. I'll make it. Get outa here.

Chris hands Jill's rifle to Rosie, who fires with both hands as Chris jumps onto the lift.

Zombies are MOWED DOWN. But more come. The syringe keeps pressing.

The next prongs rise. Rosie steps on, still blasting.

The first zombies reach her. Shooting down, she blows them away. But more come, grabbing her legs, grabbing the chains, ROCKING the prongs. Rosie nearly falls. She drops one of the rifles in order to hold on. She carefully picks off the most threatening zombies. Miraculously, she rises out of their reach, and into...

INT FREIGHT SHAFT TIMELESS

...a very tight, very dark SPACE with sheet metal walls that have been bruised by loads of freight. The rumble of the chain-drive ECHOES frighteningly.

ABOVE ROSIE, THE OTHERS rise slowly...very slowly...feeling apprehensive, vulnerable. REBECCA, at the top, looks up and sees LIGHT spilling through an opening through which she is about to pass.

ADA
(Calling up to her) Level "C". Have your weapons ready.

RODRIGUEZ
(From below) Whoop-de-doo.

Rebecca's eyes rise above the floor of Level "C". All seems quiet...but who knows what might be lurking.

INT "D' LAB TIMELESS

THE TYRANT, still a bit sluggish, steps down from the platform that supported its tank. BARRY jams in a fresh clip and keeps firing at the thing. The Tyrant, impervious, stalks after the big trooper.

Wesker is still on the floor, his arm through the doors, tugging on Vickers' boot.

The flesh on Wesker's forearm is PEELED by the bumpers as he uses all his strength to drag Vickers' body closer... until the boot winds up in the opening, preventing the doors from closing.

Wesker manages to pull his blcody arm free. He rushes to a computer console and types a request for the "T"-virus.

BARRY
Get under a desk, man. I'm gonna feed this thing a pineapple.

Barry pulls a GRENADE from his belt.

WESKER
NO! It might damage the system! I've got to get this *data!*

Wesker's M-16 has been lying, where he left it, on the console. He picks it up.

BARRY
Forget it. Bullets don't *work!*

Barry is about to pull the pin on the grenade when Wesker triggers off A BURST...into BARRY'S GUT!

WESKER
They seem to work just fine.

Barry is BLASTED across the lab.

The Tyrant makes its first quick move...making us appreciate how fast and powerful it really is. It swipes at Barry's body as it flies through the air, catching it in it's steel claw. We hears BONES SNAP as Barry goes limp.

WESKER (cont.)
That's it. Take a little lunch break, Mr. "T". I just need a few more seconds.

The Tyrant lifts Barry's body, as if it were as light as a feather, up to its snout. Recognizing that the man is dead, the monster FLINGS him aside like so much garbage...and begins to lumber toward Wesker.

WESKER (cont.)
(To the computer) Come on, come on...

A monitor reads: 90% COMPLETE...95%...98%. Wesker rests a finger on the button to eject a floppy.

The Tyrant is getting closer by the second. Wesker FIRES a burst at it which only slows it for a heartbeat.

100%...TRANSFER COMPLETED. Wesker ejects the floppy, jams it into his flack-jacket, and, FIRING another burst, runs for the door. The Tyrant has to move around desks and computer consoles to catch him.

Wesker shoves his M-16 through the space that's being held open by Vickers' boot. He begins to pry the opening wider.

A WARNING BUZZER goes off. The Tyrant dimly registers the sound. Its eyes dilate, like camera shutters, with a CLI-CLICK. It strides forward at top speed, PITCHING DESKS easily aside, SMASHING through a CONSOLE as if it were made of balsa.

Wesker has pried the doors wide. The Tyrant is coming at him FAST. It's going to be very close.

Wesker MAKES IT. He gets outside. The doors begin to glide shut. He LAUGHS!

WESKER (cont.)
EAT SHIT, YOU...

THLANNG! The Tyrant's long, bionic CLAWS SHOOT, with the speed of switch-blades, through the opening, just before the doors meet. FOUR of the claws SKEWER WESKER, passing clean through him.

He doesn't die instantly. He's still alive and SCREAMING when the Tyrant uses the same hand, with Wesker impaled on it, to PUSH the doors open wide again. The action causes WESKER'S HEAD to be SLICED OFF by one of the steel bumpers.

The Tyrant steps out of the lab. As the doors glide shut, the monster holds the remainder of Wesker's body inside their path.

The bumpers are stopped by the Tyrant's iron hand...which it extracts, letting the doors scrape the dead meat from its claws.

INT FREIGHT SHAFT TIMELESS

REBECCA is approaching another OPENING.

ADA
Level "B".

INT FREIGHT CORRIDOR LEVEL "B" TIMELESS

THE CORRIDOR on Level "B" is long and narrow, with only occasional pools of LIGHT from bare, overhanging bulbs.

REBECCA rises, like a spirit, out of the floor. She lifts her weapon. Her eyes dart, looking for dangers. There are none. The corridor, while very spooky, is quiet.

REBECCA
Don't see anything.

ADA
Good.

INT FREIGHT SHAFT TIMELESS

REBECCA rises through the ceiling.

ADA
We're almost there. You'll have to jump off. The belt won't stop.

As the ECHO of Ada's voice rings off, Rebecca looks up and...

...SCREEEE...SOMETHING dives down on her out of the darkness. She ducks, almost losing her balance. She clings to the chain as OTHER THINGS...black, relatively small...WHIP past her head.

REBECCA
Bats! There are bats in here!

ADA
No. They're crows! Infected! Don't let them bite you!

Rebecca dodges with new urgency as the black birds dive past her. Looking up, she sees more coming. She aims her M-16 and fires up the shaft. TWO BIRDS are HIT. They plummet.

One hits ADA. She swats it aside. It drops all the way down to ROSIE, who JUMPS, gasping, when it hits her.

RODRIGUEZ
Rats. FLYING RATS!

Beneath her, Rosie sees the crows hovering in the light from Level "B". They circle, then start to fly up again.

Rosie opens fire, filling the shaft with ribbons of lead. Another BIRD dives from above and...SKIT...takes a chunk out of Rosie's cheek.

RODRIGUEZ (cont.)
AAAH! YOU, FUCKER!

CHRIS
(From above) You alright?

RODRIGUEZ
Yeah. I'm cool. I'm...cool.

Rosie keeps FIRING. The deafening SOUND of her M-16 keeps her from hearing a...

...KRATTCH...in the sheet-metal wall. A second later...

...RRRRRIPPP! The metal is torn open like tissue-paper. SOMETHING dark lunges from the opening. It's the surviving HUNTER! One of its steel claws GRABS the chain-drive. The mechanism stops dead.

QUICK CUTS: of THE ESCAPEES slipping, nearly falling, as they hang on to the chain.

REBECCA
I thought it wasn't supposed to stop.

ADA
Climb out. OUT!

Rebecca has nearly reached Level "A". She's able to hoist herself up, and roll to safety.

Ada tries to climb. The chain is GREASY. Her hands slip.

BELOW, the Hunter lets go of the mechanism. The chain JERKS. The escapees nearly lose their balance again.

Rosie, at the bottom, is being lifted toward the Hunter's free hand. She JUMPS down. Barely catching the next set of prongs beneath her.

AT THE TOP, Ada reaches Level "A". Rebecca catches her and pulls her up onto Level "A".

Jill is next, rising slowly. Rebecca and Ada reach down and grab her arms just as...TCHUNG...the mechanism stops again.

The Hunter has grabbed the chain again. Its free hand swings, clutching at Rosie, who crouches, avoiding capture.

Jill is pulled to safety. She turns and reaches down for Chris, who starts to climb the chain, his hands slipping on the grease.

CHRIS
ROSIE!?

RODRIGUEZ
I'M ALRIGHT! *GO!*

She's *not* alright. She's trapped. She can't get up past the Hunter. She FIRES at the thing. Bullets BOUNCE off its protective steel under-hide.

Chris climbs three feet. Slides back two. The others reach down from above. Their hands come within inches, but can't quite catch hold of him.

RODRIGUEZ (cont.)
Here! Here, you...lizard. You fuckin' cockroach, *HERE!*

Straining to reach Rosie, the hunter lets go of the chain for a second, then latches on again. That second lifts Chris to within reach of Jill and the others. They grab his arms. Lift him up.

That second has also brought Rosie within reach of the Hunter. Its claws COMB her hair as she tries to duck lower while keeping her balance on the prongs.

THWAKK! SOMETHING crashes through the wall. A MONSTROUS CLAW that IMPALES the Hunter. It's the claw of THE TYRANT!

The chain mechanism begins to rise again. Rosie, cringing, is lifted past the monster just as it leans its head and shoulders into the shaft to examine what it has caught. Disappointed, the Tyrant SCRAPES the Hunter off its claw. It drops away down the shaft.

The Tyrant turns its CLICKING, dilating eyes up at Rosie, and...TCHUNNNGG...purposely STOPS the rising chain.

RODRIGUEZ (cont.)
(Calling up) BAD NEWS, GUYS. THIS THING'S NOT SO STUPID!

CHRIS
(From above) Climb, Rosie!

ROSIE
No. I'm finished. I live here now.

CHRIS
ROSIE, *NOOOOO!*

Rosie DIVES off the prongs...directly at the Tyrant. With another lightning move, the monster catches her in its bionic claw, crushing her ribs. With BLOOD spurting from her mouth, she utters her last words...

ROSIE
EAT ME, YOU PILE OF SHIT!

INT LEVEL "A" TIMELESS

ADA is the most pragmatic.

ADA
Come.

CHRIS
ROSIE...

ADA
COME! You convinced *me* that there were...larger matters. We're at the top. You said you'd get us out.

Ada's words snap Chris back into the urgency of their situation. He struggles to his feet.

CHRIS
Th-this way.

They are in the MANSION, which Chris knows well. He leads his small troop into...

INT POWDER ROOM TIMELESS

...a small powder room, decorated garishly in an East Indian motif. A ceramic TIGER'S HEAD sits atop a vanity. CHRIS grabs it...and TWISTS it on a pivot. A PANEL spins. The COMMODE disappears into the wall, opening a SECRET PASSAGE.

REBECCA
Hell of a shit-house.

JILL
The guy was a bootlegger...with a sense of humor.

Chris leads the other into...

INT CLOCK ROOM TIMELESS

...a small, blank CHAMBER. The only thing it holds is a GRANDFATHER CLOCK.

CHRIS
I hope they haven't disabled this.

CHRIS opens the door that covers the clock face. He quickly spins the hands until they hit...HIGH NOON.

GRONNNK! A WALL begins to GRIND open, straining against rust, dirt, from years of idleness. Cobwebs are pulled apart and...DAYLIGHT APPEARS!

CHRIS (cont.)
Alright. We made it.

Chris urges the OTHERS out through the opening. At the same time he checks the detonator. The LED is down to SIX MINUTES and counting.

INT HUEY DAY

At the controls of his helicopter, LAGUARDIA spots something.

EXT MANSION HUEY'S POV DAY

REBECCA, then ADA, then JILL climbing onto the lawn.

INT HUEY DAY

LAGUARDIA
I'm goin' in.

RADIO MAN
You don't have authority.

LAGUARDIA
Fuck authority.

EXT MANSION YARD DAY

...CHRIS climbs out of the secret exit. THE OTHERS, having spotted the incoming chopper, are waving at it. There's a sense of relief, of salvation. Only Chris notices...

...a bit of PLASTER falling away from one of the mansion's stone walls.

CHRIS
Watch it. WATCH IIIIT!

KER-AAAASSSSHHH! THE TYRANT BURSTS through the wall. With superhuman speed, it ATTACKS the escapees, who run, dodge, barely escaping the WHISHING SWIPE of its iron claw.

INT HUEY DAY

RADIO
What in God's name is *that* thing!

LAGUARDIA
Somethin' we weren't supposed to see. Drop the ladder. And drop the Stinger.

EXT MANSION YARD DAY

THE HUEY swoops down as low as safety will allow. A faceted aluminum LADDER unfurls.

CHRIS
GET *UP!*

CHRIS pushes JILL toward the ladder. She pulls on Ada's arm and sends her up first. ADA begins to climb. Then REBECCA.

The Tyrant closes in, SWIPING at Chris, who just manages to avoid the SLICE of its mighty claw.

The RADIO MAN leans out of the door above, holding something.

RADIO MAN
Catch this!

Chris doesn't hear. Jill does.

JILL
Toss it to *me!*

The radio man drops the Stinger...a rocket with a shoulder-launcher...down into Jill's hands.

Chris hits the dirt. The Tyrant tries to crush him by stepping on him. Chris rolls away.

The ladder is too wobbly. Jill can't be sure of launching an accurate shot.

JILL (cont.)
CHRIS!

Chris looks up. Sees Jill holding the rocket launcher. He RUNS past the Tyrant, okey-doking, left, right, then dodging left again. The monster SWIPES at him with its elongated claw. Chris' flack-jacket is caught. Protective fibers fly. But Chris escapes without injury.

Jill pitches the weapon. Chris catches it. The Tyrant is on him, about to STOMP him with a bionic FOOT when...

...Chris aims at the monster's rhinoceros heart and FIRES!

The rocket CONNECTS, on target. The casing around the animal heart EXPLODES...and the Tyrant drops like a giant Redwood...

...on top of Chris's legs.

As Chris tries to free himself, he checks the detonator. THREE MINUTES. TWO-FIFTY-NINE. EIGHT. SEVEN. SIX.

LaGuardia drops his chopper a bit lower. The bottom of the ladder hits the ground, coming within Chris' reach. He grabs on. The helicopter rises again. Chris is pulled out from under the Tyrant's steel body and is LIFTED into the air. He climbs frantically.

Above him, Jill is still on the ladder as well. Ada and Rebecca pull her up. Chris DANGLES as the Huey banks away over the forest. The tops of TREES whip his legs, but he hangs on, climbing up...up...until the others catch his hands and hoist him into the chopper. Chris checks the LED. ONE MINUTE, FORTY-FIVE SECONDS.

JILL
(Reading over Chris' shoulder) We have to get out of range.

CHRIS
No. (To the pilot) Circle around.

LAGUARDIA
Are there more survivors?

CHRIS
No. Just...circle, okay? I want to...take a last look.

The Huey banks into a circle. Chris looks down at...

EXT AERIAL POV DAY

...the MANSION. And just over the hills...HIS FARM.

INT HUEY DAY

JILL
It's...your home.

CHRIS looks at her, with a resigned smile.

CHRIS
I hoped...it would be *our* home.

JILL
I guess...we're gonna be moving.

Chris checks the LED. THIRTY-EIGHT SECONDS.

CHRIS
(To the pilot) Full throttle.
Out of here, man!

LaGuardia pushes his stick. The Huey LUNGES forward at top speed. REBECCA, ADA and JILL are pressed back by inertia. Chris holds himself erect. Through the window, in the receding sky, he spots...

...AN EAGLE, riding the wind.

CUT TO:

EXT THE ARKLEY FOREST THE MANSION DAY

PLOOOOMMMMM! The GROUND ERUPTS from an enormous underground explosion. The MANSION is reduced to particulate as the shock-wave spreads outward.

EXT FARM DAY

Chris' farm hand, RAKE, is shambling out of the house, a ZOMBIE...when the EXPLOSIVE FORCE HITS, tearing him APART.

EXT RACCOON CITY DAY

The TOWN is EMPTY...except for NINE LONELY FIGURES, lumbering down Main Street. They, too...are ZOMBIES. The hot wave HITS. Two are VAPORIZED. FIRE engulfs two more. The BRAINS of two others are DESTROYED by flying debris...

...which catches the remaining three, as well. Arms are torn off. Iron shafts from shattered plumbing, shards of window glass, slats from picket fences...PUNCH through necks, chests, bellies...

...but the dead things, their skulls undamaged, walk on... through billows of dust...drooling hungrily.

THE SCREEN GOES BLACK.